



**इरकॉन इन्टरनेशनल लिमिटेड**  
नवरत्न कम्पनी  
(भारत सरकार का उपक्रम)  
**IRCON INTERNATIONAL LIMITED**  
NAVRATNA COMPANY  
(A Govt. of India Undertaking)



**IRCON/SECY/STEX/124**

**25<sup>th</sup> August, 2025**

<b>BSE Limited</b> Listing Dept./ Dept. of Corporate Services Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001 <b>बीएसई लिमिटेड</b> लिस्टिंग विभाग / कॉर्पोरेट सेवा विभाग पी. जे. टावर्स, दलाल स्ट्रीट, मुंबई- 400001 Scrip code / ID: <b>541956 / IRCON</b>	<b>National Stock Exchange of India Limited</b> Listing Department Exchange Plaza, Plot no. C-1, G Block, Bandra –Kurla Complex, Bandra (East), Mumbai – 400051 <b>नेशनल स्टॉक एक्सचेंज ऑफ इंडिया लिमिटेड</b> लिस्टिंग विभाग एक्सचेंज प्लाजा, प्लॉट नं सी-1, जी ब्लॉक, बांद्रा-कुर्ला कॉम्प्लेक्स, बांद्रा (पूर्व), मुंबई-400051 Scrip Code: <b>IRCON</b>
---	--

**Sub: Annual Report for the Financial Year 2024-25 and Notice of AGM**

**Dear Sir/ Madam,**

Pursuant to provisions of Regulation 34 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 {SEBI (LODR) Regulations, 2015} and in continuation to our letter of even no. dated 21<sup>st</sup> August, 2025, regarding intimation of the 49<sup>th</sup> Annual General Meeting (“AGM”) of the Company, please find enclosed herewith the Annual Report of the Company for the Financial year 2024-25 and the Notice of **49<sup>th</sup> AGM scheduled to be held on Thursday, 18<sup>th</sup> September, 2025 at 12:30 P.M. through Video Conferencing/ Other Audio Visual Means, to transact the business as set out therein.**

The Annual Report for the financial year 2024-25 and the Notice of AGM are also available at the website of the Company i.e. [www.ircon.org](http://www.ircon.org) under “Investors Relations” Section.

The Company shall commence dispatch (by electronic means) of the Notice of AGM and the Annual Report for FY 2024-25 from today i.e. 25<sup>th</sup> August, 2025. Further, in accordance with Regulations 36(1)(b) of SEBI (LODR) Regulations, 2015, a letter is being sent to those shareholders whose e-mail addresses are not registered with the Company/Registrar & Transfer Agent/Depository Participants, providing the weblink of Company’s website where the Annual Report for FY 2024-25 and the Notice of AGM are available.

कृपया उपरोक्त जानकारी रिकार्ड पर ले।

Thankyou/धन्यवाद,  
Yours faithfully/भवदीया,

(प्रतिभा अग्रवाल)/ (Pratibha Aggarwal)  
कंपनी सचिव एवं अनुपालन अधिकारी/ Company Secretary & Compliance Officer  
सदस्यता क्र./ Membership No.: F8874



# BUILDING BETTER TOMORROW. CONNECTING NATION.

Annual Report  
2024-2025



इरकॉन

इरकॉन इंटरनेशनल लिमिटेड  
IRCON INTERNATIONAL LIMITED

(A Govt. of India Undertaking)

Navratna Company

ircon



# WHAT DRIVE US

## VISION

To be recognized nationally and internationally as a construction organization comparable with the best in the field, covering the entire spectrum of construction activities and services in the infrastructure sector.



## MISSION

Our mission is to effectively position the Company so as to meet the construction needs of the changing economic scenario in India and abroad. We aim to earn global recognition by providing high quality products and services in time and in conformity with the best engineering practices



## VALUES

- Constructive Approach
- Teamwork
- Performance Excellence
- Probity in work and dealings
- Being responsible and accountable





# CONTENTS

<b>CORPORATE OVERVIEW</b>	
IRCON at a Glance	3
Our Service Portfolio	4
Chairman's Statement	7
Board of Directors	11
Senior Executives	14
Domestic Projects	16
Foreign Projects	20
Awards & Accolades	22
CSR Activities conducted in FY2024-25	23
Key Performance Indicators (Standalone)	25
Financial Highlights (Standalone)	26
<b>MANAGEMENT REPORTS</b>	
Management Discussion & Analysis Report	27
Board's Report	49
Corporate Governance Report	80
Business Responsibility & Sustainability Report	113
Annual Report on CSR & Sustainability	153
Secretarial Audit Report with Management Reply	157
Related Party Transactions (Form AOC-2)	163
<b>STANDALONE FINANCIAL STATEMENTS</b>	
Independent Auditors' Report	170
Balance Sheet	185
Statement of Profit & Loss	187
Statement of Cash Flow	188
Statement of Changes in Equity	190
Notes to Standalone Financial Statements	191
C & AG Comments	274
<b>CONSOLIDATED FINANCIAL STATEMENTS</b>	
Salient Features of Financial Statements of Subsidiaries/ Joint Ventures [AOC-1]	276
Independent Auditors Report	279
Balance Sheet	290
Statement of Profit & Loss	292
Statement of Cash Flow	294
Consolidated Statement of Changes In Equity	296
Notes to Consolidated Financial Statements	297
C & AG Comments	391



# CORPORATE INFORMATION

## Registered Office

C-4, District Centre, Saket, New Delhi-110017  
Tel: 91-11-26530266 Fax: 91-11-26522000/26854000  
Email: [info@ircon.org](mailto:info@ircon.org) Website: [www.ircon.org](http://www.ircon.org)  
CIN: L45203DL1976GOI008171

## Company Secretary & Compliance Officer

Smt. Pratibha Aggarwal

## Chief Financial Officer & Chief Investor Relations Officer

Shri Alin Roy Choudhury

## Statutory Auditors

M/s Ramesh C. Agrawal & Co.  
Chartered Accountants

## Cost Auditors

M/s R. M. Bansal & Co.  
Cost Accountants

## Secretarial Auditors

M/s VAP & Associates  
Company Secretaries

## Internal Auditors

M/s A.M.A.A. & Associates  
Chartered Accountants

## Bankers

Indian Overseas Bank, HDFC Bank,  
Axis Bank, ICICI Bank, IDBI Bank,  
Kotak Mahindra Bank and Standard Chartered Bank

## Registrar & Share Transfer Agent

Alankit Assignments Limited  
205-208, Anarkali Complex,  
Jhandewalan Extension, New Delhi-110055  
Website: [www.alankit.com](http://www.alankit.com) Email: [rta@alankit.com](mailto:rta@alankit.com)  
Toll free no.: 011-42541234/23541234

## Shares listed at

BSE Limited (BSE)  
National Stock Exchange of India Limited (NSE)

## Depositories

National Securities Depository Limited (NSDL)  
Central Depository Services (India) Limited (CDSL)

## SCRIP CODE

BSE: 541956  
NSE: IRCON

## ISIN No.

INE962Y01021

As on March 31, 2025

## Project Completed

Domestic

405

Foreign

130

## Executed Work

Railway Track

5740 TKM

Roads &amp; Highways

7012 KMS

Tunnels

166 KMS

Railway Electrification

10669 RKM

Buildings

1.59 Mn Sqm.

ROBs

177

Signaling &amp; Telecommunication

536 Stations

1500 KM OFC Backbone Network  
Connecting 2178 Network  
Elements, 104 Km of Integrated  
Tunnel Communication Network  
connecting 4653 IP enabled  
devices

Metro

371 TKM

## IRCON AT A GLANCE

IRCON, a **Navratna Central Public Sector Undertaking** is a rapidly growing integrated engineering and construction company specializing in major infrastructure sectors.



## OUR CERTIFICATIONS

An ISO Certified Company  
recognised for Quality, Environment,  
Occupational Health and Safety  
Management Systems



## CREDIT RATINGS:

IVR AAA; Stable/IVR A1 +'  
for long & short term bank facility of IRCON.

## RANKING (2024)

USA ENR Construction Companies

207<sup>th</sup>

Fortune India 500

192<sup>nd</sup>

BS 1000 Revenue (March 2024)

142<sup>th</sup>



### Engineering, Procurement and Construction (EPC)

IRCON over a period of time has gained expertise of providing services from concept to commissioning for infrastructure projects. With in-house design capability – available experts in the field of Civil, Mechanical, Electrical, Signal and Telecommunication with a wide range of experience of working in domestic and international projects for various clients under different scheme of funding is better placed to take up EPC Projects. IRCON has adopted the best process and procedures in its working which is a unique strength of IRCON.

IRCON owns construction equipment and machines for taking up complex projects on its own. Projects under EPC mode are efficiently executed by IRCON through design Optimization and Value Engineering.

The centralized procurement system for major items make available competitive rates. Projects where 50 – 60 percent, procurement is carried out in-house, balance portion of the work is executed through sub-contractors appointed through a transparent system. Project is executed following sustainable practices. Due consideration with respect to the environment and community in large is ensured while executing the projects. With the robust IT enabled contract management tools project delivery is ensured with maximum efficiency and avoiding cost and item over-run.

### Public Private Partnership (PPP)

We offer major services in the category of PPP projects in the railways sector through a joint venture model along with the state government and other stakeholders under the DAFOT pattern on toll, annual institute, and mixed annual institute basis. For the execution of such projects and timely completion, we have a well-placed team of experienced designers, technical personnel, and skill project management professionals along with our financial capacity.

### Project Management & Consultancy (PMC)

We offer comprehensive wide-ranging PMC services from planning to commissioning in the entire spectrum of projects. These PMC are provided for construction of railway sidings, highways, railway, and road over bridges, building amongst others either by us or through our wholly owned subsidiary 'Ircon Infrastructure Services limited (IrconISL): We have a dedicated team of project management, quality management and contract management professionals to undertake PMC jobs in the infrastructure sector.

### Real Estate (RE)

We undertake development, construction and leasing of office realty spaces and development of commercial real estate.



## DIVERSIFIED GLOBAL INFRASTRUCTURE PSU

“ IRCON, with its expertise in executing High quality projects including projects at extreme locations, is actively focus and leading the diversified infrastructure player, both in terms of sectoral as well as geographical coverage. ”

### INDUSTRY SECTORS SERVED



**Railways**  
(Concept to Commissioning)



**Highways**



**Bridge & Flyovers**



**Tunnels**



**Buildings (Comm.,  
Institutional & Residential)**



**Development of  
Industrial Area**



**Runways & Hangars**



**Electrical**



**OHE Sub-station**



**Solar**



**Signaling &  
Telecommunication**

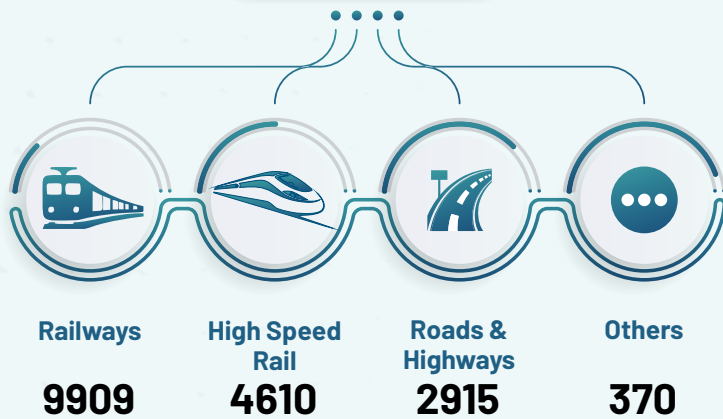


**Mechanical**



## Projects Position Order Book (Rs. 20,346 Cr)

### Domestic (Rs. 17804 Cr)



### Foreign (Rs. 2542 Cr)



## GEOGRAPHICAL FOOTPRINTS



Iraq, Iran, Saudi Arabia, United Kingdom, Jordan, Turkey, Indonesia, Malaysia, Algeria, Bangladesh, Nepal, Afghanistan, Nigeria, Liberia, Syria, Tanzania, Zambia, Brazil, Mozambique, Ethiopia, Sri Lanka, South Africa, Bhutan, Myanmar

# CHAIRMAN'S STATEMENT



Dear Shareholders,

It's a matter of profound honour to present you the 49<sup>th</sup> Annual Report of your Company and give you an insight into the performance of your Company during FY 2024-25 and Company's new initiatives and future plans. I am delighted to share that your Company has displayed overall good financial performance and is on a steady growth path with consistent revenue growth and improved profit margins. On a standalone basis, your Company's total turnover is ₹10,677.45 Crore; and on a consolidated basis, total turnover stood at ₹11,131.03 Crore.

IRCON's operational performance is underpinned by its strong execution skills and experience. The Company has capability and experience across diverse sectors in infrastructure space. It has credentials in PMC, EPC as well as PPP projects. The Company's goal is to move ahead from being a construction company to a diversified company having a portfolio of BOT, DBFOT, HAM, EPC and other contracts as well as spread over different segments of infrastructure such as railways and roadways.

## CONTRACTS SECURED IN INDIA & ABROAD

During the FY 2024-25, your Company was awarded various projects in India including, Kottavalasa-Koraput Doubling Project of Waltair Division, East Coast Railway, Design, supply, installation, testing and commissioning of broad gauge ballastless track (blt), supply of ballast and installation of ballasted track in connection with New BG Line between Rishikesh and Karanprayag, Construction of Rigid Pavement and Lined Drain of Selected Roads under Imphal East Division, Survey, design, supply, installation, testing and commissioning of Towers for Kavach and other associated works over Central Railway and Construction of Tunnel With Ballast Less Track and Works related to formation on approaches of such Tunnels in connection with Construction of Electrified New BG Railway Line between Mangliyagaon (Indore) to Budni Stations of Ratlam Division and Bhopal Division of Western Railway and West Central Railway respectively in Madhya Pradesh State, India. The Company has received these orders on competitive bids.

The Company continues to endeavor new project outside India and has ongoing projects in Algeria, Sri Lanka, Nepal, Malaysia and Myanmar. The Company has had stiff competition and margin reduction while securing new jobs. This challenge is expected to continue. However, the Company and its management is trying its level best to enhance the order book position.

## FINANCIAL PERFORMANCE

### Financial Highlights:

On Standalone basis, operating turnover was ₹10,193.14 Crore in FY 2024-25. Profit Before Tax (PBT) for FY 2024-25 stood at ₹917.81 Crore. Profit After Tax (PAT) stood at ₹737.59 Crore in FY 2024-25. The Net Worth of your Company was ₹6,237.43 Crore as at 31.03.2025.

During FY 2024-25, the Railway sector contributed around 81% to our operating turnover and operating turnover from highway/ other sector was approximately 19%.

On a consolidated basis, during FY 2024- 25, the operating turnover was ₹10,759.58 Crore and Net Profit was ₹727.83 Crore.

Furthermore, Statutory Auditors have not given any qualification or remarks in the Auditors' Report and the Comptroller & Auditor General of India (C&AG) has given 'Nil' comments for the FY 2024-25.

#### **Financial results for the quarter ended 30.06.2025:**

Total income for this quarter stood at ₹1,771 crore; Revenue from Operations stood at ₹1,664 crore; Profit After Tax (PAT) for this quarter stood at ₹151 crore.

#### **Dividend:**

The Board of Directors declared and disbursed an interim dividend of ₹1.65 per equity share of a face value of ₹2/- per share during FY 2024-25. In addition to interim dividend, your Company has proposed a final dividend of ₹1.00 per equity share of a face value of ₹2/- per share. Considering these dividends, the total dividend for FY 2024-25 would amount to approximately ₹249.23 Crore (₹2.65 per share), which is 33.79% of the post-tax profits of FY 2024-25 and 4.01% of net worth of the Company as on March 31, 2025.

After declaration and payment of the proposed final dividend, the cumulative dividend paid to shareholders up to FY 2024-25 would stand close to ₹3,197 Crore.

#### **Share Capital:**

During the FY 2024-25, the paid-up share capital stood at ₹188.10 Crore. As on March 31, 2025 the shareholding of the Promoter i.e. President of India stood at 65.17% of the paid-up equity share capital. Your Company is in compliance of the Minimum Public Shareholding (MPS) requirement in terms of the Securities Contracts (Regulation) Rules, 1957.

#### **IRCON GROUP COMPANIES**

As of now, IRCON Group comprises eleven subsidiary companies and seven joint venture companies, the details of which are provided in the Board's Report.

The details of investments made, loans granted and guarantees extended by IRCON to its subsidiary and joint venture companies during the FY 2024-25 forms part of the notes to the standalone financial statements provided in the Annual Report.

#### **RATINGS & COMMENDATIONS**

In terms of Memorandum of Understanding (MoU) signed with the Ministry of Railways, Government of India, your Company has been rated as "Excellent" for year 2023-24.

As per 2024 edition of USA's Engineering News Record (ENR), IRCON is the only Indian PSU to make it to the list of top 250 International Contractors as well as top 250 Global Contractors. Further in the Business Standard BS 1000 Annual Magazine released in March 2025, IRCON has been ranked 132 in 2024 by total revenue and stands at 8<sup>th</sup> position under the 'Construction and Infrastructure' Sector. IRCON is also ranked 192<sup>nd</sup> in 2024 in the list of Fortune India 500.

During the FY 2024-25, IRCON has been awarded several prestigious awards viz; (1) 15<sup>th</sup> CIDC Viswakarma Award 2024 for Mokama Rail Bridge Project for Category Construction Health, Safety & Environment; (2) Dun & Bradstreet award for 'Contract & Construction and Tech. Consultancy Services (Central PSU) Category; (3) 232<sup>nd</sup> rank in the list of Top 250 International Contractors published by ENR Survey 2024; (4) 207<sup>th</sup> rank in the list of Top 250 Global Contractors published by ENR Survey 2024.

#### **CORPORATE GOVERNANCE**

We are fully aware that sound principles of corporate governance are essential for long term development & sustainability and we are operating within the ambit of these principles. In realization of its commitment to responsible business, we follow the highest standards of ethical business operations and best practices by adopting a robust Corporate Governance Policy and Code of Conduct. Your Company is adhering to the provisions contained in the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, the Companies Act 2013, and DPE Corporate Governance Guidelines 2010 and other applicable regulatory requirements.

A certificate on Compliance of conditions of Corporate Governance under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and DPE Guidelines on Corporate Governance forms part of this Report. Your Company has secured 'Excellent' rating for FY 2024-25, on a self-evaluation basis, in compliance of Corporate Governance for FY 2024-25.



## ENVIRONMENTAL, SOCIAL & GOVERNANCE (ESG)

Our Environmental, Social, and Governance (ESG) framework is implemented throughout all aspects of Company operations at IRCON as well as its subsidiary companies. Our corporate strategies aim to achieve steady, prudent, and sustainable growth. We adhere to the highest standards of ethical business conduct in order to fulfil our commitment to responsible business.

We consistently strive to make positive impact on the communities in which we operate. As a corporate citizen we have spent ₹14.15 Crore towards Corporate Social Responsibility (CSR) activities during FY 2024-25. Focusing on the Annual Theme – 'Health & Nutrition' as announced by the DPE and to give preference to the Aspirational districts under their CSR, the Company Implemented numerous CSR Projects in 15 Aspirational districts. These initiatives included the provision of ambulances at the village level, the installation of drinking water machines and solar power plants in schools and other community spaces, and the execution of a Techno-Entrepreneurship Training Program for underprivileged students. Furthermore, we supported organic farming, provided skill development training in areas such as web designing, digital marketing, beauty and wellness to underprivileged girls, contributed to awareness about cleanliness of the Yamuna River and offered self-defense training and wheelchair distribution.

## HUMAN RESOURCE, THE BIGGEST ASSET

Employees are the key to success of an organization. The Company's policies have been designed in a way to adopt the latest techniques to continuously improve the knowledge, ability, skills, and productivity of the employees. Employee participation is promoted as a partnership, with a focus on their professional development, wellbeing, and growth to foster a positive work and harmonious environment within the organization.

The Company believes that retention of well-trained, competent, and committed employees and also expanding our workforce who can usher in new ideas, strategies and processes will ultimately help in improving the efficiency of the Company. The total strength of our human resources as of March 31, 2025 stood at 1,182, with 109 newly employed personnel.

## EMPOWERMENT THROUGH INFORMATION TECHNOLOGY

IRCON's Information Technology (IT) department serves as a cornerstone for both operational efficiency and strategic growth. Acting as a key enabler, the IT function significantly boosts employee productivity across the organization. A key highlight of digital journey is the adoption of SAP S/4HANA (under development) as our Enterprise Resource Planning (ERP) backbone. This robust system streamlines Company's Finance, Controlling, and Human Resource Management operations, leading to company-wide information availability, increased transparency, and faster decision-making. E-Office system is deployed across IRCON as a step towards paperless office initiative from Government of India.

Your Company has formulated a Cyber Crisis Management Plan to fight against Cyber and Social Engineering attacks. A cloud-based Web Application Firewall (WAF) system has been implemented to secure the Company's websites and web applications against potential cyber-attacks. Employee awareness programs/trainings are being conducted on regular basis.

For enhanced efficiency and transparency, e-Procurement through GeM (Government E-Market Place) and CPP Portal (Central Public Procurement Portal) have been adopted in the organization. Online collaboration tools are used by employees for information sharing and business communication. Further, dedicated video conferencing facility based on the cutting-edge AI based online meeting is being widely used for conducting review meetings with project offices, trainings, promotion interviews and, contract management issues, meetings of the Board, its committees and also Annual General meeting of the Shareholders of the Company.

## FUTURE OUTLOOK

Indian Railways is undergoing a major overhaul with the rollout of Dedicated Freight Corridors (DFCs) to streamline cargo movement and modern Vande Bharat trains to upgrade passenger travel. Simultaneously, the highway sector is rapidly expanding under the Bharatmala Pariyojana, creating economic corridors and expressways to enhance connectivity and reduce travel times. These developments are crucial for the success of the National Logistics Policy (NLP), which aims to drastically reduce India's high logistics costs through initiatives like Multi-Modal Logistics Parks and digital platforms. These synergistic efforts are building a cost-effective and efficient infrastructure ecosystem, poised to lower the cost of doing business, boost the 'Make in India' initiative, and accelerate the nation's overall economic growth.

Indian Railways to enhance safety and efficiency on its rail network, "Kavach" an indigenous technology for train collision avoidance system is introduced. Kavach is a highly technology intensive system, which requires safety certification of highest order (SIL-4). Kavach aids the Loco Pilot in running of train within specified speed limits by automatic application of brakes in case Loco Pilot fails to do so and also helps the trains to run safely during inclement weather. Indian Railway is in the process to convert 15,000 kms into automatic signalling and 37,000 kms to be fitted with "KAVACH".

The 'Green Energy Project' is an initiative to make Indian Railways environment-friendly by focusing on renewable sources of energy. Indian Railways aims to become a Net Zero Carbon Emitter by 2030.

IRCON has a long-standing reputation as one of the Industry leaders in connectivity infrastructure with proven expertise in railway projects.

We endeavour to enhance our portfolio with projects both in domestic and international markets despite challenge of stiff competition and low margins.

IRCON is exploring new emerging areas for business diversification. As part of its diversification strategy, the company has entered into Renewable & Hydro power sector as well as taken standalone business in electrification and signaling & telecom.

We are confident that various infrastructure initiatives declared by the Government of India will play a pivotal role in future growth of the company. We believe that we are well positioned to execute projects under these modes due to our strong technological capabilities and sound financial position. With sound experience and solid performance, we expect to see steady growth in our business with a rise in the number of projects that we undertake in long run.

#### ACKNOWLEDGEMENT

I am incredibly thankful to all the predecessors and present Board Members, our Shareholders, and all other Stakeholders for their co-operation and trust in IRCON. On behalf of the Board of Directors, I take this opportunity to record our gratitude and appreciation for the untiring efforts of all the past and present employees of the Company. The Company is grateful for the valuable support received from our parent Ministry of Railways as well as other ministries such as Road Transport and Highways, External Affairs, Finance, Commerce, Urban Development and other government departments i.e. our association with DPE and DIPAM under Ministry of Finance, for MOU and other related matters, who have been very supportive and helpful. We are also grateful for the support received from the office of Comptroller & Auditor General of India, Reserve Bank of India, Bankers, Statutory, Branch, Cost, Secretarial & Internal Auditors of the Company, Indian Embassies & Missions abroad, Foreign Missions & Embassies in India, EXIM Bank, ECGC Limited, Protector of Immigration, Passport Authority and our esteemed clients both within India and overseas. Without their active support, the Company would not have achieved its milestones during the year under review.

Thank you all!!

Best Regards

Sd/-

**(Hari Mohan Gupta)**

Chairman & Managing Director & CEO  
(DIN: 08453476)

Date: August 21, 2025

Place: New Delhi



**SHRI HARI MOHAN GUPTA**  
Chairman & Managing Director and CEO

# BOARD OF DIRECTORS

Shri Hari Mohan Gupta (DIN: 08453476), is an Indian Railway Officer (IRSE-1989), Civil Engineering from IIT/Roorkee. Before joining as CMD/IRCON, he was holding the position of Director (*Infra*) of DFCCIL for around 4 years and during this tenure, 1404 Route Kms (3173 Track Kms) double line electrified with automatic signalling of WDFC got Commissioned. He also worked as ED/Works in MoR, Railway Board from 23-04-2019 to 12-10-2020.

Before ED/Works, he worked for 7 years on deputation on a challenging Iconic Project as Chief Project Manager of Rewari-Dadri section of WDFC in DFCCIL and was instrumental in acquisition of land in 7 Prime Districts (Rewari, Alwar, Mewat, Gurgaon, Palwal, Faridabad & GB Nagar of UP), ensuring Forestry clearances in all Districts including special permission to pass through Aravali Ranges by making a tunnel in Aravali Hills, getting freehold land in Noida & getting Noida-Greater Noida metro alignment changed to accommodate DFC alignment. All designs & drawings of the project components were finalized during his tenure and construction activities all along the alignment started in a big way.

He is also having experience of track maintenance, repair/maintenance/overhauling of huge Railway track machines, tendering/contract finalization/arbitration/administration of Zonal Railways etc. and while working as ED/Works, he gained lot of experience in project monitoring, financing & other related fields.

In July'24, he took charge of CMD/IRCON and ensured commissioning of projects across various infrastructure sectors like USBRL (Jammu-Kashmir) Rail Project of J&K, doubling of Kiul-Gaya Rail project, Katni-Singrauli Rail Doubling project, iconic MP Katni Grade separator project, massive electrification of North Frontier Railway, converting Mechanical interlocking to Electronic interlocking of Northern Railway, upgradation of Maho-Umanthai Rail track of Sri Lanka, laying of Khulna-Mongla New Rail line in Bangladesh, commissioning of Solar Power in Karnataka for Indian Railways, commissioning of Modern Tunnel communication systems, Rigid overhead catenary system in Tunnels, overhead electrification in Rapid Rail NCRTC project, faster execution of Highway projects etc.

In addition, he also developed the separate Electrical & S&T verticals in Business Development wing of the company. Since, the Human Resource of any company is the main driving force for the growth of the company, hence, he ensured various policy changes for uplifting the satisfaction & ownership of the employees.

His vision for the company is to leverage the business strengths, industrial knowledge, and experience of infrastructure projects to achieve a profitable and sustainable growth for the company through robust contract management, efficient execution, design innovation and use of advanced technology.

As a responsible head of a public sector organization, he recognizes his duty to make IRCON a socially responsible company and to set a high benchmark to meet larger social goals. He intends to put in place a properly designed and consistently enforced system of operational and financial controls, safeguard the resources, generate reliable financial reports and comply with all laws and regulations.

He is very passionate & hardworking person & approach to leadership has always been to accommodate input from each and every member of team, keep their motivation high and pursue the project on a mission mode. He truly believes in the power of honesty, integrity, perseverance & a healthy work culture in an organization, hence, always ensured on maintaining good interpersonal relations across various departments, seniors & juniors. This has not only brought harmony in his working but has also helped him in getting faster clearances & approvals from various State Governments & Authorities.





**Smt. Ragini Advani**  
Director (Finance)

**Smt. Ragini Advani** (DIN: 09575213), is Director (Finance) of our Company. She is a Chartered Accountant and Cost Accountant by qualification with about 27 years of post-qualification experience in Finance. She is a rank holder in both Chartered Accountancy and Cost Accountancy exams.

Before joining IRCON, she has worked with Engineers India Limited (EIL), NTPC SAIL Power Company Private Limited (NSPCL) and KPMG. She has rich and varied experience in Finance including accounting matters, finance concurrence, internal audit and control, treasury management, financial closures, corporate planning and budgeting, valuations, taxation matters and financial restructuring etc. She has been on the Board of IRCON since April 19, 2022.



**Shri Anand Kumar Singh**  
Director (Projects)

**Shri Anand Kumar Singh** (DIN: 07918656) is a Civil Engineer from I.I.T. Delhi and M.B.A. (Finance) from MDI, Gurugram. He started his career as an IRSE officer in January 1990 with Ministry of Railway and brings more than 35 years of experience in development of major Railway infrastructures (27 Years plus) & Highway infrastructures (8 Years plus).

Shri Singh previously served for 3 Years as Director on NHAI Board as Member (Project) NHAI from 2016-2019 and led major highway development projects.

Shri Singh's experience spans from inception planning to end stage implementations including all aspects of project planning, viability assessment, investment strategy, financing, bid awards, construction, project consultancy, contract management, project management, O&M etc. right upto end with monetization. His project implementation specialisations include completion well before timelines for construction of new lines, doubling, tunnels, elevated corridors, state of art bridges, National Highways, Expressways, Coastal Highways, logistics, electrical systems installations etc.

Shri Singh has also made significant contributions in all prevalent methods of project implementation viz Item rate EPC, FIDIC, EPC (turn key), PPP, OMT, HAM, TOT models and his accomplishments include asset monetization, InVIT, divestments, fund raising, marketing international projects, attracting foreign investments and business development.

Shri Singh has played a pioneering role in launching of the new EPC (turn key) Model Agreement (MCA), improvisations in PPP after difficult era of PPP and new project models of HAM and TOT divestments.

Shri Singh has led as a Contract Management Specialist and headed large number of dispute resolution, conciliations, settlements, technical and contractual interpretations committees and settlement advisories to salvage large number of languishing projects by out of the box thinking and innovative interventions. He has also headed HR & Admin, IT and legal verticals with several unprecedented accomplishments.

Shri Singh believes in value creations through inclusive leadership and creating synergies for all stake holders and investors.



**Shri Ajit Kumar Mishra**  
Director (Works)

**Shri Ajit Kumar Mishra** (DIN: 11108237) is a prominent figure in the dispute resolution field, particularly in the context of construction and infrastructure projects. He had been Head of Contract Management Division (Executive Director) for a US\$ 12 billion World Bank / JICA funded infrastructure project in India, and represented the employer in various disputes and claims of over US\$ 1 billion with contractors in Dispute Adjudication Boards, Arbitral Tribunals, and courts of law. Shri Ajit Kumar Mishra has a strong background in engineering, management, and law, holding a B.Tech. in Civil Engineering, an LLM in International Dispute Resolution, an MBA in International Business, and a Diploma in International Arbitration. He is a Fellow of the Chartered Institute of Arbitrators (FCIArb), Fellow of Prime Dispute (UK) and has been member of UK Adjudicators, Dispute Resolution Board Foundation. He has over 25 years of professional work experience in the field of Project Management, International Procurement, Contract Management, Risk Management, Infrastructure Financing and Dispute N.A. Resolution for large infrastructure project. He is actively involved in Procurement of works being conducted through international competitive bidding as 'Design & Build' contract based FIDIC contract form and its execution through specialized Project Management Consultants and coordination with multilateral funding agencies. He is a FIDIC Certified Adjudicator and is listed on the FIDIC President's List of Approved Dispute Adjudicators. He also holds a FIDIC Certified Trainer credential, which underscores his authority to train others in FIDIC contract methodologies. He also serves as Vice Chairman of Society of Construction Law, India; an India delegate of ICC Arbitration and ADR Committee and Member of ICC Institute of World Business Law. His expertise also covers a range of practice areas including arbitration, adjudication, dispute boards, emergency arbitration, expert determination, expert witness, and mediation. In addition to serving as arbitrator and adjudicator, Shri Mishra has contributed to the academic field with publications such as his work on the dispute resolution mechanism in FIDIC-based construction contracts in India. He has received several awards during service including 'National Awards of Outstanding Service' highest award given by Govt of India to an officer.


**Shri Anand Bhatia**

Government Nominee  
[Part-Time (Official)] Director

**Shri Anand Bhatia** (DIN: 10937265) belongs to Indian Railway Services of Engineers (IRSE) of 1988 batch and holds a Post Graduate Degree in Structural Engineering from IIT/Delhi. He is working as Additional Member (Civil Engg.), Railway Board since 16<sup>th</sup> January, 2025. He has over 35 years of enriched and varied experience in Railways, especially in execution and management of Railway Projects in various capacities like Senior Deputy General Manager, Divisional Railway Manager, Additional Division Railway Manager etc.


**Shri Anupum Singh**

Government Nominee  
[Part-Time (Official)] Director

**Shri Anupum Singh** (DIN: 10637375), holds a bachelor's degree in Civil Engineering from Motilal Nehru Regional Engg. College (MNREC), Allahabad. He is presently working as Executive Director (Bridge & Structure II), Railway Board, Ministry of Railways, Government of India. Before the present assignment, he has worked in various capacities as Sr.DEN, Sr.DEN/C, Dy. Chief Engineer/Construction, Chief Engineer/construction & ADRM.


**Shri T. Varadharajan**

Independent [Part-Time  
(Non-Official)] Director

**Shri T. Varadharajan** (DIN: 08556664), holds a Bachelor of Science (B.Sc.) and a Master of Science (M.Sc.) degree from E.G.S. Pillay Arts & Science College, affiliated with Bharathidasan University. With over two decades of experience across development, entrepreneurship, and the technology sectors, he brings a diverse and well-rounded professional background. He currently serves as a Director at the Federation of Entrepreneurs and Enterprise since September 6, 2019, where he plays a key role in fostering entrepreneurial initiatives and enterprise development. Previously, he was the Regional Manager at Computer Software College from 2001 to 2011, overseeing regional operations and capacity building in IT education. Between 2011 and 2015, he contributed his expertise as an Advisor to Yogitha Rural Development Society and as a Consultant to Viveka Arakattalai, supporting rural development and social initiatives.

## SENIOR EXECUTIVES



**Shri Yogesh Kumar Misra**  
Executive Director (Infrastructure)



**Shri Surender Singh**  
Executive Director (Project)



**Shri Debajyoti Kumar**  
Executive Director (Technical)



**Shri Dunne Bujji Bhuvan Kumar**  
Executive Director (General)



**Shri Ajay Pal Singh**  
Executive Director (IrconISL)



## SENIOR EXECUTIVES



**Shri Jayasankar V.K.**  
Project Director (Algeria)



**Shri Naveen Babu**  
Project Director (Surat)



**Shri Masood Ahmad Nazar**  
Project Director (Vadodara Mumbai Expressway)



**Shri M. Ravi Shankar Chowdary**  
Project Director (Chhattisgarh)

## DOMESTIC PROJECTS



**Br. No. 179 NWD-TIA section,  
Kiul Gaya Doubling Project**



**Bridge 3, Sivok Rangpo New Rail Line Project**



**Cut & Cover Gantry Erection,  
Bhoj Morbe Expressway Project**



**DBM Work with Side Slope Protection @ Ch 68+100,  
Ludhiana Rupnagar Highway Project**



**Integrated Power Supply,  
Moradabad S&T Project**



**Interchange at Ch 0+000, Ludhiana  
Rupnagar Highway Project**



**Lining is in progress, Sivok Rangpo  
New Rail Line Project**



**Major Bridge @ Km.3+406 of Length 633 mtr,  
Shirsad Akloli Expressway Project**



## DOMESTIC PROJECTS



Major Bridge @ Km.18+421 of length 1042 mtr,  
Shirsad Akloli Expressway Project



Major Bridge No. 23, Coal Rail Connectivity  
Project, Jharkhand



Mumbai Ahmedabad High Speed Rail  
(MAHSR) C-7 Project



Mumbai Ahmedabad High Speed Rail  
(MAHSR) C-7 Project



OHE work in Korichhappar to Dharamjaigarh  
section, Chhattisgarh East Rail Corridor



Rangpo Yard, Sivok Rangpo  
New Rail Line Project



Relay Room Equipments,  
Moradabad S&T Project



ROCS Erection in Tunnel T-50, USBRL Project



## DOMESTIC PROJECTS



**RoR Launching Bridge 5A near Kharsia,  
Chhattisgarh East Rail Corridor**



**Scissor Cross Over with Track centre 12 M,  
Chennai Metro Rail Project**



**Sivok Station Building, Sivok Rangpo  
New Rail Line Project**



**T14 BLT Work, Sivok Rangpo  
New Rail Line Project**

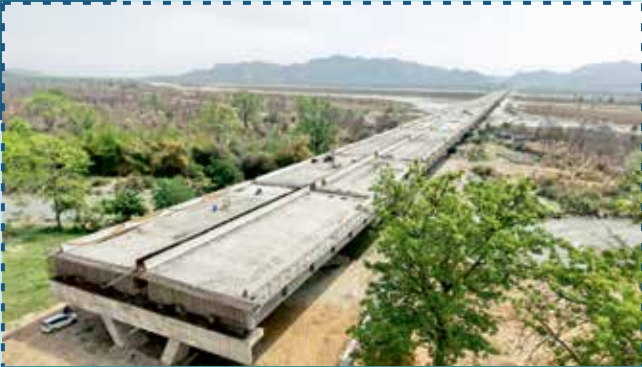


**T-50 Breakthrough, USBRL Project**



**T-52 D-SHAPE & H. SHOE, USBRL Project**

## DOMESTIC PROJECTS



**Under Construction 2.52km long 6 lane Highway Bridge across Ganga River, Haridwar Bypass Project**



**Viaduct Span Arrangement, Agartala Akhaura New Rail Link Project**



**TSS Gharghoda, Chhattisgarh East Rail Corridor**



**UHPFRC Girder Erection, Bhoj Morbe Expressway Project**



**Bishramganj SSP, Railway Electrification Pkg 2**



**Jiribam Yard, Railway Electrification Pkg 2**



## FOREIGN PROJECTS



**Inaguration of Maho-Omanthai  
Railway Line, Sri Lanka**



**Re-constructed Railway Line from  
Anuradhapura to Omanthai, Sri Lanka**



**Marshalling Yard at Digraj, Khulna Mongla  
Port Line Project, Bangladesh**



**Mongla Station Yard, Khulna Mongla  
Port Line Project, Bangladesh**



**Rupsha Rail Bridge, Khulna Mongla  
Port Line Project, Bangladesh**



**Mohammand Nagar Yard, Bangladesh**

## FOREIGN PROJECTS



Rehabilitation and Upgrading of  
Railway Track, Johar in Malaysia



Rehabilitation and Upgrading of  
Railway Track, Johar in Malaysia



ROB above the completed double track, Algeria



Relizane Railway Station, Algeria



Bijalpura Station, Nepal



Nepal Custom Yard - Jogbani Biratnagar Project



# AWARDS & ACCOLADES

Consistence performance recognised with awards and accolades from several renowned institutions.



**15th CIDC Viswakarma Award 2024 for Mokama Rail Bridge Project for Category Construction Health, Safety & Environment**



**Dun & Bradstreet award – ESG Champions of India 2024 in the Engineering & Construction services sector**



**Dun & Bradstreet award for 'Contract & Construction and Tech. Consultancy Services (Central PSU)' Category.**



**Excellence in Civil Engineering, Testing and Commissioning of Rail Projects by Rail Analysis India**



**Governance Now 10th PSU Award - CSR Commitment**



**Governance Now 10th PSU Award - Nation Buildings**



**CE&CR Annual Award for Outstanding Tunnel Structure for the project Udampur- Srinagar - Baramulla New BG Rail line**



**Top Challenger 2022-23 award by Construction World**



# CSR ACTIVITIES CONDUCTED IN FY 2024-2025



**Providing Holistic education to underprivileged children at Udham Singh Nagar District of Uttarakhand by M/s Khwaahish.**



**Techno-Entrepreneurship Training Program for 50 Underprivileged Students under CSR at IIT Delhi Sonapat campus." by M/s. I-HUB FOUNDATION FOR COBOTICS (IHFC)**



**Tribal Health Improvement Programme and distribution of 200 cycles to underprivileged girls at Manikpur District Chitrakoot, Uttar Pradesh M/s Mahila Jagrati Mandal (MJM)**



**Promoting Health by providing healthy and nutritious food to school-going girls and to support underprivileged communities, including men, women, and children, with nutritious meals at Patna District of Bihar. M/s NAV ASTITWA FOUNDATION (NAF)**



**Distribution of 25 Motorised Tricycles to persons with Disabilities under the CSR Initiative at Divya Kala Mela in Pan India by M/s National Divyangjan Finance and Development Corporation (NDFDC)**



**Health & Nutrition awareness and distribution of nutritious food packets to needy women in the largest slum of Bhubaneswar, Odisha by M/s Parichay Foundation**



**Providing Employment to Rural Women by Establishing a Provision for Hygienic, Cost-Effective Sanitary Napkins at Baramulla Jammu & Kashmir by M/s Vatsalya Foundation**

“Our Environmental, Social and Governance framework is integrated across our business operations. We consistently strive to make a positive impact on the communities in which we operate through various CSR activities in the areas of health, education, economic welfare and environment protection etc.”

## CSR Spend (from FY14 to FY25) Rs. 103.15 Cr.

₹ in crore

**Swachch Bharat**  
(incl. Sanitation)

**11.64**

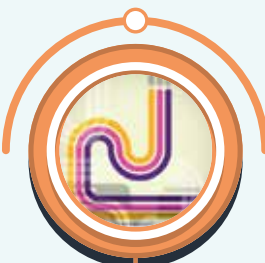


**Rural Development**

**2.92**



**Art, Culture  
& Sports**  
**1.99**



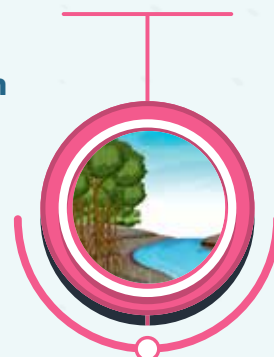
**Health & Nutrition**

**24.85**



**Clean Ganga**

**5.05**



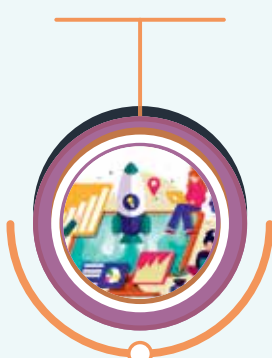
**PM CARES Fund**

**23.34**

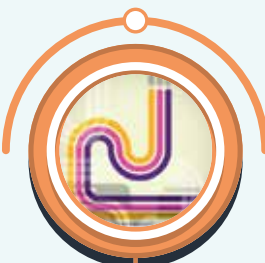


**Education &  
Skill Development**

**19.41**

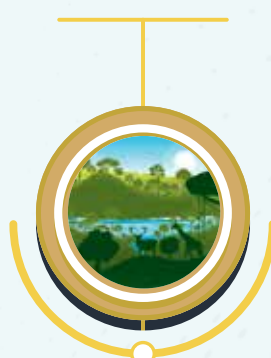


**Others**  
**7.71**



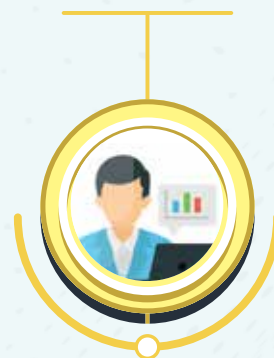
**Forest & Env.**

**4.54**



**Admn. & other cost**

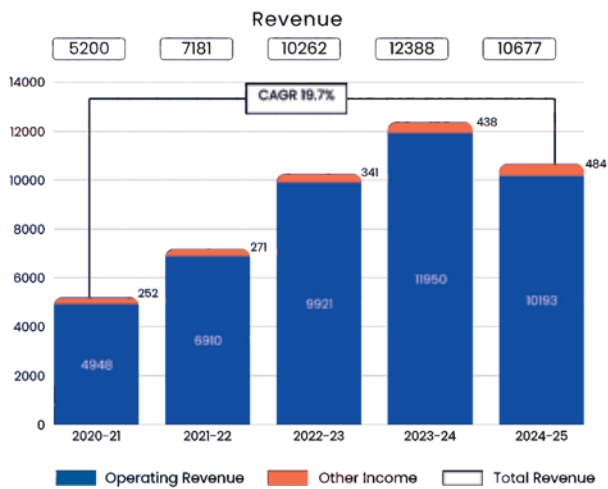
**1.70**



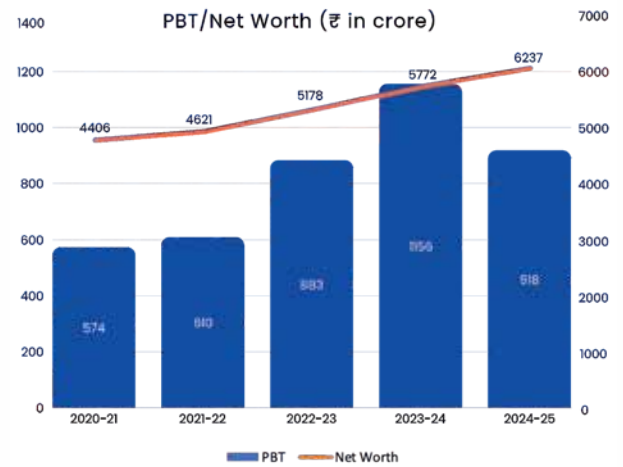
## CSR Spend in FY25 ₹ 14.15 Cr.

## KEY PERFORMANCE INDICATORS (STANDALONE)

### Total Revenue/Operating Revenue

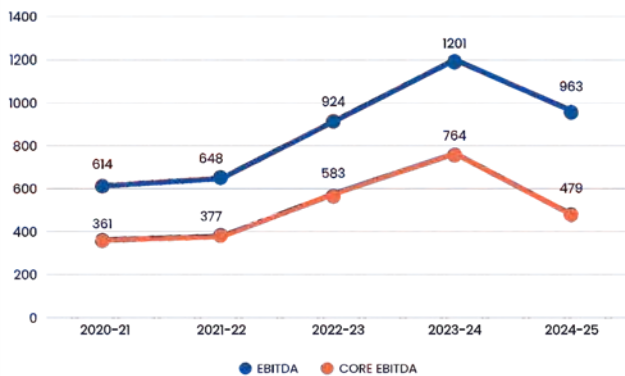


### Profit Before Tax (PBT)/Net Worth:



### EBITDA/CORE EBITDA:

EBITDA/CORE EBITDA (₹ in crore)

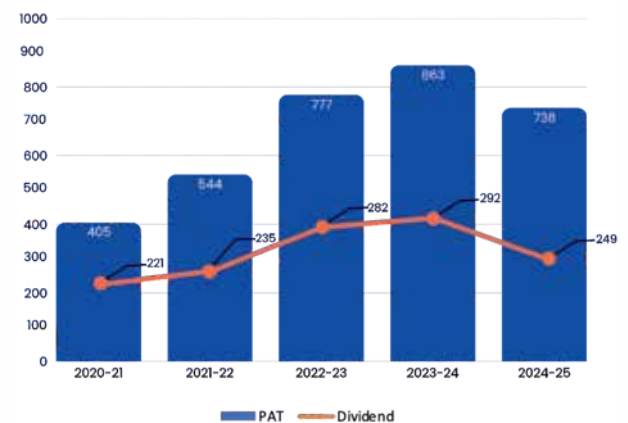


EBITDA = Profit Before Tax + Finance Cost + Depreciation & Amortization

Core EBITDA = Profit Before Tax + Finance Cost + Depreciation & Amortization - Other Income

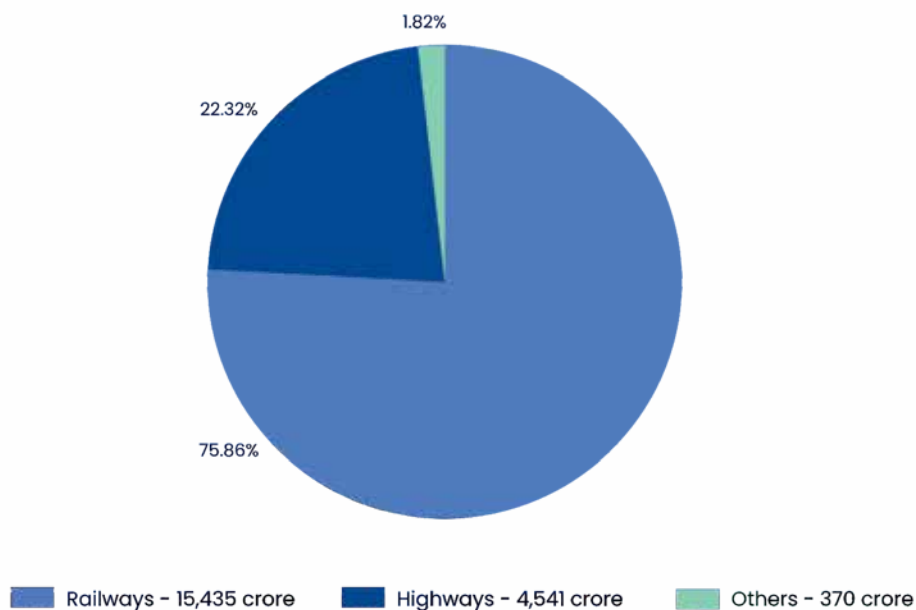
### Profit after Tax (PAT)/Dividend:

PAT/Dividend (₹ in crore)



### Order Book:

Order Book - 20,346 crore





## FINANCIAL HIGHLIGHTS (STANDALONE)

(₹ in Crore)

Sl. No.	Particulars	Ind AS									
		2024-25	2023-24	2022-23	2021-22	2020-21	2019-20	2018-19	2017-18	2016-17	2015-16
1	Revenue from Operations	10,193	11,950	9,921	6,910	4,948	5,202	4,415	3,896	2,995	2,419
2	Other Income	484	437	340	271	253	240	264	227	260	442
3	Total Income	10,677	12,388	10,262	7,181	5,200	5,442	4,679	4,123	3,254	2,861
4	Expenditure Before Finance Cost and Depreciation & Ammortisation	9,714	11,186	9,338	6,534	4,587	4,726	4,037	3,512	2,718	2,187
5	Finance Cost	7	10	3	10	15	27	16	64.53	61	43
6	Depreciation and Ammortisation	38	36	38	27	25	16	12	13	18	28
7	Earning Before Interest, Tax and Depreciation (EBITDA)	963	1,201	924	647	614	716	642	611	611	673
8	Earning Before Interest, Tax (EBIT)	925	1,165	886	620	589	700	631	598	593	645
9	Profit Before Tax	918	1,156	883	610	574	673	615	533	532	602
10	Profit After Tax	738	863	777	544	405	490	445	391	369	395
11	Dividend for the Year	249	292	282	235	221	223	203	192	192	168
12	Share Capital	188.10	188.10	188.10	188.10	94.05	94.05	94.05	94.05	98,980	19,800
13	Capital Employed *	6,237	5,772	5,178	4,621	4,406	6,007	6,510	6,952	3,829	3,667
14	Net Worth	6,237	5,772	5,178	4,621	4,406	4,161	3,950	3,752	3,829	3,667
15	PBT Margin (%) (PBT/Total Income)	8.60	9.33	8.61	8.49	11.04	12.37	13.14	12.93	16.35	21.04
16	PAT Margin (%) (PAT/Total Income)	6.91	6.97	7.57	7.58	7.78	9.00	9.51	9.48	11.34	13.81
17	Return on NetWorth (%) (PAT/Net Worth)	11.83	14.95	15.00	11.77	9.18	11.77	11.27	10.42	9.64	10.77
18	Return on Capital Employed (%) (EBIT/Capital Employed)	14.82	20.18	17.11	13.42	13.36	11.66	9.69	8.60	15.48	17.59
19	Number of Employees (No.)	1,190	1,272	1,341	1,278	1,295	1,369	1,576	1,622	1,496	1,499
20	Income per Employee (Total Income/ Number of Employee)	8.97	9.74	7.65	5.62	4.02	3.98	2.97	2.54	2.18	1.91

\* During the Year 2021, the Company has offset loan from IRFC and amount recoverable from RLDA. Accordingly previous year's figures have been restated.



# MANAGEMENT DISCUSSION AND ANALYSIS REPORT

# MANAGEMENT DISCUSSION AND ANALYSIS REPORT

## MANAGEMENT DISCUSSION AND ANALYSIS

Development of infrastructure has a multiplier effect on any economy. India intends to enhance its infrastructure to reach its 2025 economic growth target of US\$ 5 trillion. As per a report of Morgan Stanley India's infrastructure investment shall steadily increase from 5.3% of GDP in FY24 to 6.5% of GDP by FY29.

The Government of India is driving a comprehensive and ambitious infrastructure overhaul, spearheaded by strategic frameworks like the PM Gati Shakti National Master Plan for integrated planning and the National Infrastructure Pipeline (NIP). This vision is being executed through sector-specific flagship programs aimed at creating seamless multi-modal connectivity, including the Bharatmala Pariyojana for highways, Dedicated Freight Corridors for railways, the Sagarmala Programme for port-led development, UDAN scheme for regional air connectivity and the Special Accelerated Road Development Programme for the North Eastern Region (SARDP-NE) and many more ongoing projects.

The Indian government has introduced various formats in order to attract private investments, especially in roads, highways, airports, industrial parks, higher education and skill development sectors.

The trajectory for India's infrastructure sector is exceptionally strong, supported by a strategic government focus and robust private sector participation. An emphasis on developing resilient, sustainable, and inclusive systems is expected to be a primary catalyst for economic expansion and enhanced living standards, positioning the sector as an integral component of the nation's development goals through 2047.

## GLOBAL ECONOMIC OVERVIEW

Escalating uncertainty and substantial policy shifts are reshaping economic and fiscal outlooks. Major tariff announcements by the United States, countermeasures by other countries, are contributing to financial market volatility, deteriorating prospects, and heightening downside risks. Disinflation has stalled in many countries, and already disappointing growth projections have been significantly downgraded, while financial turbulence poses considerable downside risks to growth. Heightened uncertainty regarding tariffs and economic policy, rising yields in major economies, and widening spreads in emerging markets alongside

increased defence spending, particularly in Europe, and a challenging foreign aid landscape are further complicating the fiscal outlook.

The swift escalation of trade tensions and extremely high levels of policy uncertainty are expected to have a significant impact on global economic activity. The global growth is projected to drop to 2.8% in 2025 and 3% in 2026 much below the historical (2000-19) average of 3.7%. In emerging market and developing economies, growth is expected to slow down to 3.7% in 2025 and 3.9% in 2026, with significant downgrades for countries affected most by recent trade measures, such as China. Broader financial instability may ensue, including damage to the international monetary system. Demographic shifts and a shrinking foreign labour force may curb potential growth and threaten fiscal sustainability.

## INDIAN ECONOMY

Indian economy exhibits strong fundamentals with controlled inflation and robust growth. The RBI's June Monetary Policy report indicates success in taming inflation, projecting a rate of 3.7% for FY 2024-25, though it is expected to rise to approximately 4.5% the following year. This price stability is complemented by strong economic expansion, as confirmed by the National Statistical Office (NSO). Provisional NSO estimates real GDP growth at 6.5% for FY 2024-25, with nominal GDP growing at a faster 9.8%, reflecting the impact of inflation. On the external front, while foreign exchange reserves saw a significant fluctuation, decreasing from US\$ 705.78 billion in September 2024 to a low of US\$ 630.61 billion in January 2025, they recovered to a healthy US\$ 668.33 billion by the end of March 2025, underscoring the resilience of the nation's external buffers.

Government has introduced various formats in order to attract private investments, especially in roads and highways, airports, industrial parks and higher education and skill development sectors. Infrastructure Finance Secretariat is established to enhance opportunities for private investment in infrastructure that will assist all stakeholders for more private investment in infrastructure.

In the Union Budget 2025-26, capital investment outlay for infrastructure has been increased to ₹11.21 lakh crore (US\$ 128.64 billion), which would be 3.1% of GDP. According to CRISIL's Infrastructure yearbook 2023, India will spend nearly ₹143 lakh crore (US\$ 1,727.05



## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

billion) on infrastructure in seven fiscals through 2030, more than twice the near ₹67 lakh crore (US\$ 912.81 billion) spent in the previous seven years. The 'Green Energy Project' is an initiative to make Indian Railways environment-friendly by focusing on renewable sources of energy.

India's logistics market is estimated to be US\$ 317.26 billion in 2024 and is expected to reach US\$ 484.43 billion by 2029, growing at a CAGR of 8.8%. The Ministry of Commerce and Industry, states that the logistics sector accounts for 5% of India's GDP and provides jobs for nearly 2.2 crore Indians. India road logistics industry will grow at 3–6% in FY25 as per ICRA.

International Monetary Fund (IMF) in its World Economic Outlook (April 2025) expressed relatively more stable growth outlook at 6.2% in 2025 for India, supported by private consumption, particularly in rural areas, but this rate is 0.3% lower than that in the January 2025 WEO Update on account of higher levels of trade tensions and global uncertainty.

### INDUSTRY OVERVIEW

The Indian government has placed a strategic priority on developing its infrastructure and construction sectors. This commitment is demonstrated through liberalized Foreign Direct Investment (FDI) norms, substantial budgetary allocations, and the ongoing Smart Cities Mission. To further unify and accelerate these efforts, the Prime Minister has launched the Gati Shakti National Master Plan, a transformative platform aimed at integrating multimodal transportation and improving the efficiency of project execution.

The outlook for India's infrastructure, railway, highway, and logistics sectors is exceptionally positive, driven by a government strategy to create an integrated, world-class economic framework. At the heart of this transformation are the PM Gati Shakti National Master Plan and the National Infrastructure Pipeline, which ensure coordinated, data-driven planning and massive capital investment to build a seamless multi-modal network.

Indian Railways is undergoing a major overhaul with the rollout of Dedicated Freight Corridors (DFCs) to streamline cargo movement and modern Vande Bharat trains to upgrade passenger travel. Simultaneously, the highway sector is rapidly expanding under the Bharatmala Pariyojana, creating economic corridors and expressways to enhance connectivity and reduce travel

times. These developments are crucial for the success of the National Logistics Policy (NLP), which aims to drastically reduce India's high logistics costs through initiatives like Multi-Modal Logistics Parks and digital platforms. The Government of India had launched the National Logistics Policy (NLP) on 17<sup>th</sup> September 2022. One of the primary objectives of the NLP was to reduce the percentage of logistics cost to the GDP.

These synergistic efforts are building a cost-effective and efficient infrastructure ecosystem, poised to lower the cost of doing business, boost the 'Make in India' initiative, and accelerate the nation's overall economic growth.

### Railway Sector

India's logistics market is estimated to be US\$ 317.26 billion in 2024 and is expected to reach US\$ 484.43 billion by 2029, growing at a CAGR of 8.8%. The Ministry of Commerce and Industry, states that the logistics sector accounts for 5% of India's GDP and provides jobs for nearly 2.2 crore Indians. India road logistics industry will grow at 3–6% in FY25 as per ICRA.

In Union Budget 2025–26, the government has allocated record CAPEX of ₹2,65,200 crore (US\$ 31.43 billion) for Railways. Indian Railways will achieve 100% electrification by FY26, with over 97% already completed, and is rapidly adopting renewable energy.

Indian Railways is exploring a new public-private partnership (PPP) model to attract private investment to re-develop railway stations. Under this model, investors would receive up to 40% of the total project cost as viability-gap funding (VGF) and be allowed to use the space above platforms and tracks commercially. Under the hybrid PPP model, bids will be chosen based on the quantum of VGF support required by the private investor. The private developer will be allowed to develop air space to generate additional revenue through commercial activities, including the lease of office space, development of entertainment and recreational facilities, hospitality services, malls and even healthcare facilities.

Indian Railways is introducing India's first cargo liners with a double-decker design. The upper deck will have passenger seating, while the lower deck is dedicated to cargo storage. Trials for these trains are currently underway.

The government announced 5,000 km of Metro Rail network by 2047 in 100 cities. The Government of India



## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

aims to transform Indian Railways into a net-zero emitter as part of its broader energy goals by 2030. India is projected to account for 40% of the total global share of rail activity by 2050.

Indian Railways to enhance safety and efficiency on its rail network, "Kavach" an indigenous technology for train collision avoidance system is introduced. Kavach is a highly technology intensive system, which requires safety certification of highest order (SIL-4). Kavach aids the Loco Pilot in running of train within specified speed limits by automatic application of brakes in case Loco Pilot fails to do so and also helps the trains to run safely during inclement weather. Indian Railway is in the process to convert 15,000 kms into automatic signalling and 37,000 kms to be fitted with "KAVACH".

The 'Green Energy Project' is an initiative to make Indian Railways environment-friendly by focusing on renewable sources of energy. Indian Railways aims to become a Net Zero Carbon Emitter by 2030.

### Road Sector

India has the second-largest road network in the world, spanning over 6.7 million kilometers. This vast network is crucial for the nation's economy, as over 64.5% of all goods are transported via roads, and it accommodates 90% of the total passenger traffic. The country's road infrastructure has seen remarkable growth, expanding by 59% in the last nine years. National Highways, which form the primary arterial network, play a vital role in the economic and social development of the country by enabling the efficient movement of freight and passengers and improving market access. This network alone has expanded from 91,287 km in 2014 to a current length of 1,46,145 km.

The Government of India and its implementing agencies, like the Ministry of Road Transport and Highways (MoRTH), have undertaken several initiatives to enhance and strengthen the National Highways network. These are driven by flagship programmes such as the Bharatmala Pariyojana, which includes the subsumed National Highway Development Project (NHDP), and the Special Accelerated Road Development Programme for the North Eastern Region (SARDP-NE). The SARDP-NE is specifically aimed at developing road connectivity between remote areas in the northeast and their state capitals and district headquarters, facilitating connectivity for 88 district headquarters to their nearest national highway.

In the Union Budget 2025-26, the government has decided to allocate ₹2.87 lakh crore (US\$ 32.94 billion) towards the Ministry of Road with a target of ₹35,000 crore (US\$ 4.02 billion) in private sector investment. A network of 35 Multimodal Logistics Parks is planned to be developed as part of Bharatmala Pariyojana, with a total investment of about ₹46,000 crore (US\$ 5.5 billion), which once operational, shall be able to handle around 700 million metric tonnes of cargo. Of this, MMLPs at 15 prioritized locations will be developed with a total investment of about ₹22,000 Crore (US\$ 2.6 billion).

Gati Shakti National Master Plan (NMP) was launched for providing multimodal connectivity infrastructure to various economic zones. PM Gati Shakti National Master Plan provides a comprehensive database of the trunk & utility infrastructure, ongoing & future projects of various Infrastructure and Economic Ministries/ Departments of Central Government and States/UTs. This data is integrated with the GIS-enabled PM Gati Shakti platform, thereby facilitating the integrated planning, designing, and monitoring of the Next Generation infrastructure projects on a single portal. In line with the PM Gati Shakti National Master Plan, the government has shortlisted eight key infrastructure projects-seven from the Ministry of Railways and one from the Ministry of Road Transport and Highways (MoRTH) to enhance efficiency and reliability in challenging terrains.

The Special Accelerated Road Development Programme for the North Eastern region (SARDP-NE) is aimed at developing road connectivity between remote areas in the northeast with state capitals and district headquarters. Implementation of the road development programme would facilitate connectivity of 88 district headquarters across states in the Northeast to their nearest national highway.

### Renewable Energy Sector

India is positioning itself at the forefront of the global energy transition, with its renewable energy sector experiencing exponential growth. Driven by ambitious government targets, falling technology costs, and a strategic push for energy security, the country has become one of the world's most attractive destinations for green investment. This leadership is evidenced by its ranking as 4<sup>th</sup> globally in both installed renewable and solar power capacity. Major domestic consumers, such as Indian Railways, are creating significant, focused demand by embarking on missions to become "Net Zero Carbon Emitters" by 2030.

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

The nation is already surpassing its climate targets, having installed over 100 Gigawatts of solar capacity and achieving a power mix where 47% comes from non-fossil fuel sources. Building on this success, India has set aggressive future goals, aiming to install 500 GW of renewable energy capacity by 2030. These near-term goals, including sourcing 50% of electricity from renewables and reducing economic carbon intensity by 45% by 2030, are crucial milestones in India's long-term strategy to reach Net Zero emissions by 2070. India's renewable energy capacity is set to reach 250 GW by 2026, driven by a strong project pipeline.

India will drive 35% of global energy demand growth over the next two decades, focusing on balancing energy availability, affordability, and sustainability. It is advancing its green energy transition through investing in natural gas, LNG, and hydrogen to support decarbonisation while meeting energy needs. India aims to become a global wind power hub, with policy support driving local manufacturing and a target of capturing 10% of global wind energy demand by 2030.

The Union Budget 2025-26 allocates ₹20,000 crore (US\$ 2.30 billion) each for nuclear energy and the PM Surya Ghar Muft Bijli Yojana to expand rooftop solar. It also introduces legislative reforms to enhance energy security.

Ministry of New and Renewable Energy targets 500 GW non-fossil fuel-based electricity generation by 2030, as per the Prime Minister's COP26 announcement. Power generation from solar and wind projects are likely to be cost-competitive relative to thermal power generation in India in 2025-2030. India surpasses the global average in setting and reducing carbon emission targets, ranking among the top three countries worldwide for emission reporting and reduction efforts.

Sustainable Alternative Towards Affordable Transportation (SATAT) has been launched as an initiative to set up a Compressed Bio-Gas (CBG) production plant and make CBG available in the market for use in automotive fuels. The 100 Smart City project also includes a mandatory provision of roof-top solar for new construction and a 10% renewable energy provision for end-customers. The shift towards renewable energy, hence, involves a focal point towards the renewable energy segment, which has the potential to create more job opportunities and lead the world to inclusive growth.

### COMPANY OVERVIEW

Ircon International Limited (IRCON), an integrated engineering and construction company having expertise in major infrastructure sectors including railways, highways, bridges, flyovers, tunnels, metro, railway electrification, EHV sub-stations, electrical and mechanical works, commercial and residential buildings, railway production units, amongst others. It offers Engineering Procurement and Construction (EPC) services on a lumpsum turnkey, EPC and item-rate basis for various infrastructure projects. To boost coal evacuation from states like Odisha, Jharkhand & Chhattisgarh, IRCON is executing coal connectivity projects in joint venture with other CPSEs under the Ministry of Coal. In addition to this, IRCON executes projects on Build, Operate and Transfer (BOT) mode and Hybrid Annuity Mode (HAM) by leveraging the financial strength of the Company to build long term wealth.

IRCON, a prominent public sector construction company in the Country, has established itself as a leader in Transportation Infrastructure, particularly in the execution of Railway Projects. The Company is renowned for its high-quality solutions, unwavering commitment, and consistent performance.

Over the past 49 years, IRCON has successfully completed numerous significant construction projects, both domestically and internationally. The Company has actively pursued a strategy of diversification, expanding its presence in various sectors and geographical locations. While IRCON ventured into the field of Solar Power Development and Renewable Energy Sector, its primary focus and core strength have always remained firmly rooted in the railway sector.

The Company has consistently paid dividends to the government, highlighting its financial stability and success and is amongst the few construction companies in the public sector to have earned substantial foreign exchange for the country.

Over the years, IRCON has expanded its business footprints in different geographies such as Algeria, Afghanistan, Bangladesh, Bhutan, Brazil, Indonesia, Iran, Iraq, Liberia, Malaysia, Mozambique, Myanmar, Nepal, Nigeria, Saudi Arabia, South Africa, Sri Lanka, Turkey, UK and Zambia. So far, the Company has completed over 130 projects in 25 countries across the globe, and more than 405 projects in India. In the domestic market, it specializes in working in difficult terrains and disturbed

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

regions. Furthermore, it is an active participant in prestigious nation-building projects.

### BUSINESS UNITS / DIVISIONS

**Major business units / divisions of IRCON are as follows:**

#### 1. Civil Engineering Department

IRCON has established itself as a prominent construction organization in the country, with the Civil Engineering Department serving as the backbone of the Company and generating a significant portion of its revenue. It plays a pivotal role and provides leadership in the successful execution of large-scale composite projects. The department's insight and leadership are essential for the smooth implementation of the numerous projects awarded to IRCON. This department is led by a highly experienced senior management team, consisting of professionals from renowned Engineering and Business Schools. They are supported by a large group of motivated and skilled Civil Engineers who have graduated from prestigious institutes like IITs and NITs. As on March 31, 2025, there are 616 Civil Engineers in the department, accounting for approx. 52% of the total staff strength.

IRCON is committed to incorporate the latest technology in project execution to ensure timely and cost-effective delivery. With its highly qualified and experienced workforce, the Company has significantly enhanced its competitiveness in the construction industry. It has an impressive track record of growth and expansion in various construction domains, including Railways, Highways, Bridges, Flyovers, Airports, Commercial & Industrial Buildings, Tunnels, Water treatment Plants, Residential Quarters, Multifunctional Complex (MFC) and more. IRCON's Civil Engineers are adept at working in remote areas, both in India and abroad, utilizing advanced Project Management Tools such as Primavera, TILOS, and MS Project. They are also trained in the latest surveying techniques, including GPS Surveying, Aerial LIDAR Surveying with Drones, and Total Station Surveying.

The department has successfully completed numerous mega projects, demonstrating its competency in Samawa High Speed Railway Line Project in Iraq, Construction of 2<sup>nd</sup> Bhairab Railway Bridge with approach Rail lines in Bangladesh, the Double track project between Seremban & Gemas in Malaysia, the Upgradation of Railway Lines in the Northern Province

of Sri Lanka, the completion of the Qazigund – Baramulla New BG Railway Line in J&K, and the completion of the 11.2 km Pir Panjal Tunnel, the longest transportation tunnel in India, in J&K, Longest Rail cum Road Bridge (at the time of commissioning, in India) at Patna. IRCON is the only public sector undertaking (PSU) to connect the rail network in the J&K State's valley region. IRCON has also commissioned a new line works from Khulna-Mongla (65 Km) route and track length (91 Km) on 31<sup>st</sup> March, 2024 and also done preventive maintenance of 92 Track Km in this section for one year from April'24 to March'25 under DLP without any accident or unusuals. It was first of its kind commissioned by any Indian Company in Bangladesh out of LOC fund by GoI. Track linking of 186 km route double line for DFCCIL under CTP- 12 projects have also been completed during year 2023-24 and the project is commissioned for traffic operations 38.262 Km New BG line in Udhampur- Srinagar-Banihal Section during year 2023-24. Also, IRCON has technically completed Katni upgrade separator – 15.5 Route Km on 31<sup>st</sup> March & now the section is ready to operate trains to remove bottleneck at Katni specially for freight trains. IRCON also successfully commissioned Santragachi Station to decongest the Howrah by constructing new building with modern facilities.

The department has developed expertise in tunneling in the Himalayas, utilizing advanced technologies such as NATM. It takes great pride in having more than 200 trained tunnel Engineers and successfully completing over 100 km of tunnel mining in the challenging geology of the Himalayas. Another significant tunnel, the 12.75 km long tunnel on USBRL Project, is completed, which is the longest transportation tunnel in the country.

In another prestigious tunneling project to connect Sikkim by Railway line, has achieved tunneling of 35 Km by NATM, in very challenging geology.

With its extensive pool of experienced Civil Engineers and its accomplishments in tunneling through the challenging geology of the lower Himalayas (such as the USBRL in J&K State and Sivok Rangpo in West Bengal & Sikkim), IRCON has emerged as a pioneer in the field of tunneling in India.

#### 2. Design and Development Cell

IRCON's Design and Development Cell (D.D. Cell) is dedicated to develop in-house civil designs & review designs submitted by consultants as per relevant CODAL provisions, value engineering/Optimisation of design, estimation of quantities for bidding of various



## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

big-ticket national & international infra projects and other civil engineering solutions to most of IRCON's projects. Sophisticated design softwares such as Bentley Power Rail Track/Open Rail/Open Roads (for Track/Road Alignment Design), STAAD Pro & MiDas (For Structural design and Bridge Design), IITPAVE & KGPBACK (Road Pavement & Overlay Design), SLIDE, MIDAS GTS NX, RS2 etc. (For GT Analysis & solutions) are being used for developing designs and corresponding drawings with the help of efficient CAD Engineers.

The in-house design team has extensive experience in Alignment Design, Bridge Design, RCC/Steel Structures Design, Buildings Design, Highway Pavement Design, Geo Technical Solutions and Hydrological Studies etc. The in-house design team has specialized group consisting of experienced Civil Engineers, graduated from top ranking Engineering Colleges of India such as IITs, NITs and other reputed colleges.

Through D.D.Cell, IRCON is member in the following code/standard committees and shares the knowledge and contributes in developing/modifying codes:

- IS Codal Committee CED54: concrete reinforcement sectional committee: Standardization in the field of reinforcement for concrete including pre-stressing steel.
- Standardization of Bridge Girders: Designing Long Span Steel based road bridges, convened by Ministry of Steel, Government of India.

IRCON Design Team has been extensively involved in finalizing designs of various domestic projects as well as international projects viz. CERL-2 Uрга-Dharamjaigarh Section, Mokama Viaduct Project, MCRL Project, ROBs at Shalimar & Santragachi project, Shivpur-Kathautia Rail line project (JCRL), Agartala-Akhaura (India Portion) Viaduct Project, CEWRL Gevra-Pendra Section, Sivok Rangpo Railway line project, Maho-Omanthai railway line project in Sri Lanka, Gurgaon-Rewari Highway Project, DFCCIL CTP-12, CERL Dharamjaigarh-Kharsia section including spur line and feeder line etc. Some of the noteworthy projects done earlier wherein D.D Cell has been involved in providing design solutions are: 2-tier Road cum Railway Bridge across River Ganges in Bihar at Digba Ghat, Bikaner-Phaloudi Road Project, Buildings of RAPDRP, Jammu; Railway link in Northern province of Sri Lanka, Railway Bridges of Jaynagar – Bardibas Railway Project (India and Nepal), Seremban-Gemas Electrified double track Railway Project (SGEDT) in Malaysia, Beira Rail Project in Mozambique

including Dona Ana Bridge across the mighty River Zambezi etc.

The team is involved in quantity estimation for bidding for projects viz. Important bridge across river Ganga between Bikramshila-Katareah section, Kottavalasa-Koraput Tunnel project & Aizwal bypass tunnel project-which have been secured by the company through bidding lately.

The team has been also involved (quantity estimation) in bidding of various other major rail / road projects viz Bundi Airport Project, Indian Railway EPC Projects, 4-Laning of NH in districts of Darjeeling & Jalpaiguri, Sudhmahadev – Dranga Tunnel of approx. length 4.5 Km and its approach roads on Chenani – Sudhmahadev – Goha road portion, Vailoo Tunnel of approx. length 10.00 Km under Sinthan Pass and its approach roads on Goha – Khellani – Khanabal road portion, HRIDC C-4, C23 Project, High-Speed Rail Project C4, C5, C6 & C7 Packages, Gurgaon-Rewari Highway Project, DFCCIL CTP1, 2, 3, 3A, 11, 12 Packages, Vadodara-Kim Expressway Pkg-II, Devangiri-Haveri in Karanataka, Shivpuri-Guna Highway Project, Etihad Rail in UAE, various projects in Bangladesh, Maldives, Iran, Ethiopia, Oman etc. of late a new vertical for Tunnel Design has been established for further enhancing capacity-building.

### 3. Electrical Department

As leading turnkey project execution Company in Railways Sector, Electrical department wing provided end-to-end solution for Electrical projects. The Electrical Department provides expertise in 25 kV Railway Electrification Works, HT Grid & Traction Substation of voltage classes up to 400 kV, Extra High Tension Transmission lines, Extra High Voltage (EHV) cabling works, Renewable Energy sector / Industrial Electrification of mega industrial plants / Loco Sheds, Power supply distribution network for Cities / Metro Railways (AC & DC Systems) / Airports, Tunnel Power Supply, Ventilation and Electrification including Power Supply sub-stations for Metro Railways.

IRCON undertook its first major Railway Electrification Project of the Delhi – Ring – Railway in 1980 and offered environment-friendly electric traction services to passengers during the Asian Games organized in 1982. Thereafter, in its journey of 4 decades, the company has executed more than 11,395 TKM of Railway Electrification works in India & abroad and established itself as the leader in the market.

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

IRCON has also entered into Renewable Energy business and is executing a 500 MW Grid Connected Solar Power Plant Project under the Central Public Sector Undertaking (CPSU) Scheme of MNRE through latest technology Solar Modules, state-of-the-art tracker technology & waterless Robotic Cleaning System which are being implemented for the first time in the country in such large-scale solar project to enhance the efficiency of the solar plant. Cumulatively part capacities of 225 MW out of 500 MW has already been connected with the Southern Grid for sale of power to South Western Railway. The balance capacity is targeted to be connected by Sept-2025. Upon full commissioning of 500 MW, approximately 1076 million units shall be supplied annually which will help Railways in achieving net zero carbon emission targets.

IRCON has also executed many H.T. sub-station works up to 400 kV in India and abroad. Majority of sub-station works in all three phases of DMRC are executed by IRCON. IRCON has also acquired capability to execute Gas Insulated Sub-station (GIS) and Transmission Line projects up to 220 kV.

IRCON has extensive experience for execution of Tunnel Ventilation, Safety & Electro Mechanical works. Electro Mechanical works of 65 km Railway Tunnels (T-43, T-44, T-49, T-50/51, T-52, T-53, T-54, T-55 & T-80) including 13 km longest Rail Tunnel, stretch from Banihal to Sawlakote under USBRL Project, has also been completed. This network provides all weather Rail connectivity to Kashmir Valley. Complete turnkey E&M work comprises of design, planning, project management, testing, commissioning, operation, and maintenance facility for Electrical Works (complete HT and LT works), Tunnel Ventilation System (TVS), Fire Fighting Systems, Operational Management and Control System (SCADA).

IRCON has the experience of executing railway electrification work at high altitude (1650 m above msl), which was implemented for the first time in Indian Railways between Baramulla to Banihal (J&K) – 200 TKM including tunnel T-80 with Flexible Overhead Catenary System (FOCS). IRCON has also executed about 38 km of Rigid Overhead Catenary System (ROCS) works in Banihal to Dharam (J&K) section, which has also been implemented for the first time in Indian Railways.

Further, about 38.6 km of Electro Mechanical (E&M) works in Railway tunnels T-1 to T-14 of Sivok-Rangpo Rail

Project connecting Sikkim state to India are also under execution stage. The Rigid Overhead Catenary System (ROCS) works in Railway tunnels T-1 to T-14 connecting Sikkim state to India are also under execution stage.

IRCON is also executing Traction & Power Supply works of India's first Semi-High Speed Regional Rapid Transit System in Delhi-Meerut Section (82 km) for National Capital Region Transport Corporation (NCRTC). The work involves Extra High Voltage 220 kV Power Cabling, 05 Nos. Receiving Sub-Stations (RSS), 09 Nos. of Auxiliary Sub-Stations (ASS) & Overhead Equipment (OHE) with a design speed of 180 kmph. The section from Sarai Kale Khan to Modipuram including Duhai Depot has already been commissioned. The Inauguration of Stage-1 (Sahibabad to Duhai) & Stage-2 (Duhai to Meerut South) was done by Hon'ble Prime Minister in the previous year & further Stage-3A (Sahibabad to New Ashok Nagar) was inaugurated by Hon'ble Prime Minister on 05.01.2025.

For the prestigious 'Mission 100% Railway Electrification' of the Ministry of Railways (Government of India), IRCON is executing more than 2700 RKM of Railway Electrification works & 29 Traction sub-station works in various Railway Electrification projects, out of which more than 2670 RKM & 20 Nos. Traction Sub-Stations (TSS) have already been commissioned along with 135 kms. of 132 kV Transmission Lines. Recently, Mumbai Metropolitan Region Development Authority (MMRDA) has awarded two contracts to IRCON, which includes traction & power supply system, SCADA and E&M works for line-5 (13.025 km long) and Line - 6 (15.6 km long).

### 4. Mechanical Engineering Department

The Mechanical Engineering Department comprises a proficient mix of seasoned experts and young, dynamic professionals. With expertise in the design, installation, and commissioning of new rolling stock production units, workshops, and diesel sheds, the department is also adept at re-engineering existing facilities. Its primary objective is to enhance output and efficiency through optimal resource utilization, aligning deliverables with the needs of both domestic and international clients. The team is equally skilled in the operation and maintenance of rolling assets.

We consistently deliver projects on schedule, even under accelerated timelines, using advanced project management tools such as MS Project, Six Sigma, and Primavera, while effectively mobilizing global physical resources.

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

One of our recent achievements is securing the prestigious MAHSR-T2 High Speed Rail project from NHRCL, a Government of India initiative, implemented with technical guidance from Japanese Shinkansen experts. The Japanese consultants mandated the use of Japan-origin machinery or equipment based on Japanese engineering for track construction. Under the Make-in-India initiative, IRCON's Mechanical team developed these critical machines domestically by guiding Indian manufacturers on intricate technical and functional design requirements. As a result, we not only matched Japanese design standards but also significantly reduced costs by manufacturing locally. Some of the machines developed include Track Slab Car, Rail Feeder-cum-Drawer Cars, Track Motor Cars, Construction Motor Car, Trolleys/Wagons, and Flash Butt Welding Machines—all built to meet stringent Japanese specifications.

The department has successfully established state-of-the-art Stainless Steel Coach Manufacturing Units at Raebareli in record time, exceeding targets. It also upgraded diesel sheds to accommodate both diesel and electric locomotives.

The Raebareli production facility stands as an engineering marvel. It is a fully integrated plant capable of transforming raw materials, like rolled steel sheets, into finished coaches. Key features include a Coach/Shell Fabrication Line, robotic welding-enabled Bogie Shop, Finishing Shop, Wheel Shop, cutting-edge Paint Shop, and high-tech systems such as Automated Material Storage and Retrieval, a Power Substation, and a 3 MW Solar Park. The campus is self-sustaining, with a residential colony for employees and management, a 100-bed hospital, a cricket stadium, athletic track, FIH-certified hockey stadium, and an 18-hole golf course.

The department also excels in the export, leasing, and maintenance of locomotives, freight wagons, passenger coaches, and track machines. It brings end-to-end expertise across all aspects of rolling stock asset management—from infrastructure development and asset upkeep to business process re-engineering. These capabilities have been proven in successful executions across India and internationally for various governments, multilateral agencies, and organizations.

Additional notable projects include:

- Procurement of Plant and Machineries to various technical centers of Ministry of Micro Small and Medium Enterprises (MSME)
- Detachment-free rake examination facility at Bondamunda Exchange Yard (SER)
- Wheel Shop setup at Rail Coach Factory, Kapurthala
- Diesel Loco Shed augmentation at Visakhapatnam
- Supply of 10 YDM4 (Meter Gauge) locomotives to Royal Railways, Cambodia
- Supply of 6 2300HP AC/DC (Broad Gauge) locomotives with Co-Co bogies to Sri Lankan Railways
- Leasing and maintenance of diesel locomotives for KTMB, Malaysia, achieving over 85% asset availability over two decades—a testament to IRCON's excellence in rolling stock maintenance

### 5. Signal & Telecom Department

Since its inception in 1976, IRCON has been providing turnkey Signal & Telecom (S&T) solutions for Railways in India and abroad; IRCON has unique distinction of executing Signaling & Telecom (S&T) projects in various countries as per their local codes, manuals and standards, with in-house design, construction and project management capabilities, on agreed timelines.

IRCON has been executing number of state of the art S&T projects, starting from Relay Interlocking to Electronic Interlocking (EI), Automatic Train Protection (ATP), Centralized Traffic Control (CTC) systems, Integrated Passenger Information Systems, Tunnel Communication System.

In the year 2024-25, IRCON commissioned Signalling Works at 81 Stations of Indian Railways as part of New Line, Doubling, Replacement of Mechanical Sigg with EI, Yard Alterations/Sidings, RE Modifications.

In the year 2024-25, IRCON commissioned Integrated Tunnel Communication System in J&K as part of USBRL Project, consisting of 104 Tunnel km (60 km Main Tunnel & 44 km Escape Tunnel) with 537 km of 24F/48F OFC laid connecting 1860 Network Switches & 4652 IP enabled devices; the system also comprises of VHF Tunnel Communication Network over 208 km of Leaky Coaxial Cable with 47 Optical Master Units, 156 Optical Remote Units.

In the year 2024-25, Six Major ongoing S&T Projects were completed in all respects viz., :

- a) Replacement of mechanical interlocking with EI at 20 Stations of Moradabad division
- b) New EI Works at 22 Stations & 6 IB s as part of Doubling Projects of Katni-Singrauli section



## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

- c) New EI Works at 12 Stations & 2 IB s as part of Doubling Project on Kiul-Gaya section
- d) New EI Works on Coal Line Project of MCRL
- e) S&T works in USBRL Project
- f) S&T Works for 25 kV RE-fit across 3 Division of NFR

New Business Development Vertical has been set up in S&T in 2024-25 which enabled Open e-Tender participation for S&T Works by IRCON and winning Projects in the New Technology Verticals in S&T viz. Station Kavach Works, Telecom Towers for Kavach, EI with Auto Signaling, Predictive Maintenance of Sigg Gear, Integrated Tunnel Communication.

Thus, IRCON S&T continues its stride in the forefront of Modern Technology in S&T Works.

### 6. Business Development Department

IRCON's Business Development Department has a dedicated team to grow order book, develop and evaluate bidding strategies as well as to identify new business opportunities to generate and nurture future business of the Company in the fast-paced competitive environment in India as well as in foreign geographies.

IRCON's Business Development Department plays a crucial role in navigating a competitive landscape, especially with the shift away from nomination-based awards. Competing through tenders alongside private infrastructure firms require sharp bidding strategies and deep industry insights.

IRCON's Business Development Department has certainly established a strong track record across diverse infrastructure sectors such as railway, highway, tunnel, metro, solar, electrical & mechanical, signaling & telecommunication, buildings etc., securing projects through competitive bidding and nomination-based awards. The Railway Board has changed its policy and award of works to PSU's on nomination basis has been discontinued. Accordingly, IRCON through its Business Development department now competes with infrastructure companies including private players in the sector by participating in tenders invited by various clients in India & abroad and secure work through competitive bidding. With the shift in policy eliminating nomination-based awards, the department is refining its approach to maintain this momentum.

In the year 2024-25, the Business Development Department of IRCON has secured following 15 (fifteen) projects:

- Kottavalasa-Koraput Doubling Project: Execution of Earth-work in formation, blanketing, Minor bridges, drains, barricading, protection works, construction of Major Bridges including open/ underground excavation, rock bolts and other steel supports, shotcrete, concrete works, drainage works, execution of ballastless track works and supply, erection, testing for commissioning of E&M works etc., from Km. 45.483 to Km. 72.550 from Shivalingapuram station to Borraguhalu station in connection with Kottavalasa Koraput Doubling Project of Waltair Division, East Coast Railway- ₹611.02 Crore
- PMC contract for construction of MGR for linking of Hurra-C mines with existing MGR of Kahalgaon STPP for Kahalgaon STPP- ₹6.35 Crore
- Consultancy assignment to prepare FR, DPR, ESP, OHE works, land requirement etc. for commissioning of Dulanga Siding- ₹2.16 Crore
- Design, supply, installation, testing and commissioning of broad gauge ballastless track (blt), supply of ballast and installation of ballasted track (excluding supply of rails and ballasted track sleepers) between chainage 6+015 (fls) to 125+200 (fls) in connection with new BG line between Rishikesh and Karanprayag (125 km) in the state of Uttarakhand, India- ₹450.49 Crore
- Ballasting, Regulating and Tamping Works in connection with the Project: Penyiapan Baki Kerja - Transformasi KTMB - Infrastruktur Landasan (1. Proposed Rehabilitation, Upgrading of Railway Track and Associated works from Kepas Badu to Pasir Gudang Rail Station, Yards and Johor Port Line, Johor)- ₹19.46 Crore
- Restoration Works of damaged Road/Slope due to the Erosion/Floods in River Teesta at KM-8, KM-33.650 and KM-34.750 of NH-10- ₹11.22 Crore
- Detailed Engg. and PMC (Project Management Construction) Contract for Construction of Lalmatia Silo-3 Track including S&T Works and its Connectivity with existing MGR System of Kahalgaon for Kahalgaon STPP- ₹2.76 Crore
- Appointment of Independent Engineer for Monitoring the Concession Agreement in respect of Operations, Management and Development of Jaipur International Airport, Jaipur- ₹7.20 Crore
- Construction of Rigid Pavement and Lined Drain of Selected Roads under Imphal East Division (ED-2) -Package 3: Total Road Length-122.209 Km- ₹164.11 Crore
- Construction of Rigid Pavement and Lined Drain of Selected Roads under Highway South Division

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Package 4: Total Road Length 111.182 km- ₹138.29 Crore

- Survey, design, supply, installation, testing and commissioning of Towers for Kavach and other associated works over Central Railway- ₹194.46 Crore
- Outsourcing of TRD Maintenance & Breakdown attention & related work under 11 Nos OHE Depots of Newly commissioned OHE & PSI Assets of Lumding Division of Northeast Frontier Railway- ₹50 Crore
- Outsourcing of TRD Maintenance & Breakdown attention & related work under 11 Nos OHE Depots of Newly commissioned OHE & PSI Assets of Tinsukia Division of Northeast Frontier Railway- ₹39 Crore
- Construction of New Secretariat Complex Including Campus Infrastructure on Engineering, Procurement and Construction (EPC) Basis in New Shillong City, Meghalaya- ₹285 Crore
- Construction of Tunnel T1 from Chainage Km 33+160 To Km 34+400 And Tunnel 2 From Chainage Km 57+400 To Km 66+040 With Ballast Less Track and Works Related to Formation on Approaches of Such Tunnels in Connection with Construction of Electrified New BG Railway Line Between Mangliyagaon (Indore) to Budni Stations (198 Kms) of Ratlam Division and Bhopal Division of Western Railway and West Central Railway Respectively In Madhya Pradesh State, India- ₹610.88 Crore

Diversification is key to staying competitive and ensuring long-term sustainability. The Department is also engaged in the process of formation of strategic MOUs and alliances enabling the Company to tap into new markets and industries with strong growth potential.

The department is aggressively pursuing potential infrastructure opportunities in countries such as Algeria, Kazakhstan, Uzbekistan, Uganda, Albania, Armenia, Mozambique, Middle East Countries, South East Asian Countries etc. which will help in fostering future growth of IRCON.

### 7. Estate Management Department

Over the years, from diversification into entire spectrum of infrastructure the Company's nature of business has also changed from a construction company to a project development and operation company including, real estate and commercial operations among other activities.

With the objective of growth in the Real Estate Business in medium and long terms viz., development of the

plots, construction of buildings, leasing and / or sell out of the immovable properties and other matter related to the properties like tax and legal matters, IRCON has set up the Estate Management Department. This department is professionally managed and constituted to manage IRCON's existing real estate and undertake real estate development projects including property tax matters.

Among real estate projects, IRCON has constructed many commercial buildings, institutional buildings, railway stations and townships etc. in India such as multi-storied commercial complexes for CIDCO in Navi Mumbai, 500 bedded Hospital in Bhopal, Veterinary Science Animal Husbandry college campus in Aizwal, three major residential townships at Jhansi, Bhopal and Allahabad for Ministry of Defense, projects connected to Pusa University, Banaras Hindu University, CIFE, Mumbai, Vashi Railway Station, Multi-Functional Complexes (MFCs), Rail Coach Factory at Kapurthala as well as at Raebareli etc. IRCON has developed its own corporate office which is a modern and smart office featuring all elements of Green Building.

Foreseeing the growth in Real Estate Sector, IRCON has accumulated a large portfolio of real estate properties and assets in metropolitan cities such as Mumbai, Chennai, Kolkata, Bangalore, Noida and Gurugram etc. for commercial development. The Company had acquired 8 plots in different sectors, on leasehold basis for 90 years, at NOIDA and developed Office Complex at Sector 1, Retail Mall at Sector 43 and Commercial Cum Office Complex at Sector 48. The Company has also developed a property in Sector 32, Gurugram, Haryana and this property is registered with the trademark authorities in India as 'IRCON INTERNATIONAL TOWER'. Apart from the Office Spaces, IRCON International Tower, Sector-32, Gurugram, accommodates state-of-the-art 250 seats auditorium and training center equipped with latest equipment along with an accommodation facility. Entire leasable space in NOIDA and Gurugram has been leased out to different agencies.

### FINANCIAL PERFORMANCE (STANDALONE)

During FY 2024-25, total income of the Company stood at ₹10,677.45 Crores as compared to ₹12,387.85 Crores in the previous financial year. Operating Turnover stood at ₹10,193.14 Crores (₹11,950.40 Crores in FY 2023-24) including ₹339.10 crores from international projects.

The Profit Before Tax (PBT) and Profit After Tax (PAT)

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

stood at ₹917.81 Crore (₹1,155.54 Crores in FY 2023-24) and ₹737.59 Crore (₹862.90 Crores in FY 2023-24) respectively reflecting the impact of reduced turnover and provisioning in ongoing projects.

The details of interim dividend declared & paid and proposed final dividend for FY 2024-25 for consideration and declaration by the shareholders, over and above the interim dividend at the forthcoming AGM are mentioned in the Directors' Report under 'Financial Highlights'. Further, the details of significant

changes (that is, change of 25% or more as compared to FY 2023-24 in the key financial ratios) along with detailed explanations thereof forms part of the Financial Statement.

### Key Financial Ratios

The details of significant changes (that is change of 25% or more as compared to FY 2023-24 in the key financial ratios) along with detailed explanations thereto is placed below:

S. N.	Name of Ratio	Formula	Unit	FY 2024-25	FY 2023-24	% Change	Reason for change more than 25%
1.	Debtors Turnover Ratio	Net Credit Sales/ Average Trade Receivable	In times	7.85	13.17	-40.39%	The rise in the trade receivables compared to the previous year is primarily due to the transition in the order book from nomination-based projects to competitive bidding, along with changes in client payment terms.
2.	Inventory turnover Ratio	Cost of Goods Sold/ Average Inventory	In times	141.12	172.25	-18.07%	The decline in the inventory turnover ratio is primarily attributable to a moderation in sales, which led to a corresponding reduction in the cost of goods sold.
3.	Current Ratio	Current Assets / Current Liabilities	In Times	1.59	1.59	-	-
4.	Debt-Equity Ratio	Debt / Total Shareholders' Equity	Percentage	0.00054	0.00056	-3.57%	Ircon is a debt free company, however, minor fluctuations in its debt ratios are attributable to low-value lease liabilities.
5.	Operating Profit Margin	(PBIT-Other Income) / Turnover	Percentage	4.33%	6.09%	-28.90%	Booking of higher provisions as compared to previous year and Overall margin reduction in competitive bidding.
6.	Net Profit Margin	Net Profit / Total Income	Percentage	6.91%	6.97%	-0.86%	-
7.	Return on Net Worth	Net Profit / Average Net Worth	Percentage	12.28	15.76	-22.08%	Impact of reduced turnover & PAT on account of prudent provisioning in ongoing projects and Overall margin reduction in competitive bidding.
8.	Interest Coverage Ratio*	-	-	Not Applicable	Not Applicable	-	-

\* Interest Coverage Ratio is not applicable as the company does not have any debt.



## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

During FY 2024–25, the Company has complied with the guidelines prescribed by the Accounting Standards while preparing the financial statements (standalone and consolidated), and no deviation has been made in the reporting of the financial information.

### OPERATIONAL PERFORMANCE

#### SECTORAL PERFORMANCE

During FY 2024–25, around 80.97% of the revenue earned by IRCON is contributed by the Railway sector. The main focus business area for IRCON is Railways, however, the Company is also concentrating on Highways business, which generates approximately 18.36% of the revenue and remaining from other areas such as electrical and building works.

#### SECTOR WISE PERFORMANCE:

(₹ in Crore)

Sectors	FY2025		FY2024		FY2023	
	Operating Income	%	Operating Income	%	Operating Income	%
Railways	8,252.97	80.97	10,018.45	83.83	9,313.47	93.87
Highways	1,871.31	18.36	1,888.57	15.80	583.23	5.88
Others	68.86	0.67	43.38	0.37	24.50	0.25
<b>Total</b>	<b>10,193.14</b>	<b>100</b>	<b>11,950.40</b>	<b>100</b>	<b>9,921.20</b>	<b>100</b>

#### SEGMENT WISE PERFORMANCE:

(₹ in Crore)

Sectors	FY2025		FY2024		FY2023	
	Total Operating Income	%	Total Operating Income	%	Total Operating Income	%
Foreign	339.10	3.33	574.82	4.81	411.84	4.15
Domestic	9,854.04	96.67	11,375.58	95.19	9,509.36	95.85
<b>Total</b>	<b>10,193.14</b>	<b>100</b>	<b>11,950.40</b>	<b>100</b>	<b>9,921.20</b>	<b>100</b>

### ORDER BOOK POSITION

Ministry of Railways had earlier changed its policy of awarding work on nomination basis to railway PSUs, the Railway works were being awarded by bidding process among railway PSUs. Later, in October 2021, the Ministry of Railways has revoked this policy of competition amongst the PSUs and open tendering has been introduced for awarding Railway works.

IRCON's order book, as on March 31, 2025, stood at ₹20,346.65 Crore (approx.) with ₹15,434.82 Crore value of work in Railways sector and ₹4,541.38 Crore value of work in Highway sector.

Out of the total order book, ₹11,709.49 Crore value of work secured through competitive bidding and ₹8,637.16 Crore value of work secured through nomination basis.

### SWOT ANALYSIS

#### STRENGTHS:

##### 1. Sturdy Financial Performance:

The company has demonstrated healthy financial performance in terms of turnover as well as profit, underscoring its financial strength.

##### 2. Zero Debt Company:

IRCON is debt-free on a standalone basis, enhancing its resilience throughout all business cycles.

##### 3. Strong Cash Position:

As of March 31, 2025, IRCON holds a cash and bank balance of ₹4,124 crore, with approximately 21% being its own cash. Cash & Bank represents nearly

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

28% of the company's total assets, a rarity in the infrastructure sector.

### 4. Extensive Experience:

Leveraging more than 40 years of experience, IRCON has a proven track record of executing large-scale, complex infrastructure projects in India and internationally. The company's core competency lies in its ability to operate effectively in challenging terrains, such as those in Jammu & Kashmir and the Northeast states.

### 5. Experienced Manpower:

The technical manpower exhibits high skill and experience in their respective fields. The top and middle management of the company represents an optimal blend of Ministry of Railways expertise and seasoned professionals with a strong track record in project execution.

### 6. Diversified Business Segments:

The company operates across diverse sectors including railways, highways, electricals, and renewable energy. This diversification mitigates industry-specific and business cycle risks. The company also has credentials across value chain i.e. EPC and PPP projects both in India & outside India.

### 7. Established International Footprint:

IRCON has a proven track record of executing complex projects in challenging international environments. Presently, the company operates in more than 20 states across India and maintains a presence in Algeria, Sri Lanka, Myanmar, Nepal, and Bangladesh.

### 8. Concept to Commissioning (C2C):

The company delivers end-to-end solutions, managing projects from concept to delivery. The company offers turnkey solutions, handling every stage of the project for its clients.

### 9. Strong Technical and Execution Capabilities:

With over four decades of experience, IRCON possesses deep technical expertise in executing large and complex EPC (Engineering, Procurement, and Construction) projects, often in difficult terrains.

## WEAKNESSES:

### 1. Inherent constraint of being a PSU:

Being a government company, it must adhere to specific guidelines that do not apply to private sector firms. Private sector companies enjoy greater

flexibility and can make decisions more swiftly due to less stringent procedures.

### 2. Exposure to geopolitical risk due to geographical presence:

IRCON is working in five foreign countries, which gives it exposure to geopolitical conditions of that country. Further, it is also exposed to diplomatic relations with the countries it operates.

### 3. Margin Pressure:

In a highly competitive bidding environment for government tenders, profit margins can be thin. The pressure to win contracts at low prices can impact overall profitability.

## OPPORTUNITIES:

### 1. Massive Government Push on Infrastructure:

The Indian government's focus on infrastructure through initiatives like the National Infrastructure Pipeline (NIP), Gati Shakti Master Plan, and Bharatmala Pariyojana presents an enormous opportunity for growth.

### 2. Government Focus on Sustainable Energy:

Government is promoting green energy and introducing several schemes. GoI has target of installed capacity of 500 gigawatts from non-fossil fuel sources by 2030. IRCON has expanded its operations into the growing green energy sector through its subsidiary company. The government's focus on renewable energy presents substantial opportunities for IRCON.

### 3. Diversification into New Growth Areas:

IRCON can leverage its core EPC skills to venture further into related high-growth sectors like renewable energy infrastructure, metro rail projects, anti-collision system (KAVACH), and water management projects.

### 4. Public-Private Partnerships (PPP):

The increasing adoption of the PPP model for large infrastructure projects allows IRCON to form strategic joint ventures with private players, combining its government credibility with private sector efficiency to bid for larger and more complex projects.

## THREATS:

### 1. Intensifying Competition:

An increase in competition due to the presence of regional small players has led to intense price

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

competition in the industry, potentially putting pressure on the company's turnover and margins.

### 2. Changes in Government Policies and Spending:

A change in government or a shift in economic priorities could lead to a slowdown in work order and profitability. Earlier, the company was also securing the orders on nomination basis from the Ministry of Railways. However, government had changed its policy and now IRCON must compete with other PSUs as well as private companies to secure the orders. The company has been securing projects through competitive bidding for last many years.

### 3. Regulatory and Environmental Delays:

Infrastructure projects are highly susceptible to delays from land acquisition issues, environmental clearances, and local political opposition. These external factors are often beyond the company's control and can derail project timelines and budgets. However, with nearly 50 years of experience, the government-backed IRCON has the proven expertise to succeed.

### 4. Volatility in Raw Material Prices:

Sharp fluctuations in the prices of key commodities like steel, cement, and fuel can significantly impact project costs, especially for fixed-price contracts, thereby squeezing margins. However, the company proactively addresses this issue by including price escalation clauses in contract agreements to mitigate the impact of price fluctuations.

## FUTURE OUTLOOK

IRCON has a long-standing reputation as one of the industry leaders in transportation infrastructure with proven expertise in railway projects. As we move ahead, we plan to build on our strategy of diversifying across industry segments through new engines of growth. We endeavour to enhance our portfolio with projects in the domestic & international markets to achieve healthy order book and profit margins. Although, we continue to focus on the railway sector, through portfolio diversification we aim to hedge against risks in specific areas or projects and guard the Company against market variations resulting from business concentration in particular industry sectors and limited geographical regions.

However, the company has been facing challenge in securing order due to stiff competition & low margin.

We are confident that various infrastructure initiatives declared by the Government of India will play a pivotal

role in future growth of the company. We believe that we are well positioned to execute projects under these modes due to our strong technological capabilities and sound financial position. With sound experience and solid performance, we expect to see steady growth in our business with a rise in the number of projects that we undertake in long run, for which our strategies are as follows:

### Expanding Geographical Footprints in Domestic and International Markets:

IRCON has strategically focused on transforming into a diversified infrastructure company, expanding both sectorally and geographically. While traditionally strong in the railway domain, the company has extended its expertise into transportation engineering, civil and industrial construction, renewable energy, and other infrastructure segments.

Currently, IRCON is actively executing projects across 23 states in India and five countries internationally, underscoring its capability to deliver across diverse terrains and regulatory environments. With a well-established presence in the Indian infrastructure space, IRCON plans to venture into previously untapped domestic regions, further strengthening its market footprint.

IRCON's growth strategy is centered on portfolio diversification—a deliberate move to: Hedge against sector-specific risks, reduce geographic dependency, and capitalize on emerging opportunities aligned with Government of India initiatives such as PM Gati Shakti, National Infrastructure Pipeline (NIP) etc. Backed by a legacy of sound performance, engineering excellence, and growing institutional experience, IRCON expects to achieve consistent and sustainable growth—targeting a rate of expansion on par with or exceeding the leading players in the construction and infrastructure industry.

**Diversification in Renewable Energy Sector:** IRCON is exploring new emerging areas for business diversification. As part of its diversification strategy, the company has entered into Hydro power sector. With the government thrust on renewable power sector, there are immense opportunities in this sector and company is very hopeful to do well in this sector. Renewable power sector will ensure regular revenue and will also strengthen its profitability.

**PPP Modes of Revenue Generation:** IRCON has also moved from generating income only through individual projects to regularly generating revenue and profits



## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

through its Subsidiaries and Joint Venture companies (JVs). The Subsidiaries and JVs of IRCON are likely to generate revenue and profits on a sustained basis because of the continued operation of existing projects and new projects. The Company's goal is to move ahead from being a construction company to a diversified company having a portfolio of BOT, DBFOT, HAM, EPC and other contracts as well as project development and operation through Subsidiaries and JVs.

**Active Focus of New Projects:** IRCON's business growth is primarily fueled by a significant increase in bidding activity, targeting the procurement of large-scale infrastructure projects across its core and allied sectors. Leveraging its long-standing reputation, deep in-house technical capabilities, and proven execution track record, the Company continues to expand its portfolio by securing high-value projects—especially in its niche domain of turnkey railway infrastructure. IRCON actively bids for a diverse range of projects, including: turnkey railway projects, roads, tunnels, bridges, elevated corridors, Dedicated Freight Corridors (DFC), metro systems, Regional Rapid Transit Systems (RRTS), High-Speed Rail/ Bullet Train tracks, hydroelectric projects, projects of industrial development corporation operating in various states, railway-related infrastructure such as warehouses, Gati Shakti cargo terminals, logistics hubs, S&T projects in KAVACH, KAVACH Towers, Video Surveillance System, tunnel communication, metro and railway electrification, power distribution Infrastructure for various state electricity companies etc.

**Favorable Financial Risk Profile:** IRCON's operational performance is underpinned by its strong profitability and solid liquidity. Looking ahead, the company is committed to a low-leverage capital structure, minimizing debt to drive sustainability in revenue and profitability.

**Attract and Retain Talent Pool:** IRCON recognizes the importance of its talented employees and the role they play in the Company's success. It relies on them to operate the modern construction equipment, complete various tasks on its complex construction projects, and deliver quality performance to its clients on a demanding timeline. With an efficient human resource system, IRCON continues to focus on improving health, safety, and environment for its employees. It intends to further strengthen its workforce through regular on-job skill development and training programs. Additionally, IRCON aims to provide a congenial and safe working

atmosphere to its women employees. In addition to these efforts, IRCON also intends to maintain a relatively low employee attrition rate and retain more of its skilled workers for its future expansion. This is done by providing better overall job safeguard and a safer and healthier working environment.

### STRATEGIC MOUs AND ALLIANCES

Your Company from time to time enters into various strategic MOU to explore new business opportunities. In the FY 2024-25, IRCON has entered into JVs Agreement with construction companies in India & Abroad.

**Technological Advancements:** The Company adopts advanced technology and construction methodology that ensure edge over competitors. It further improves operational efficiency, establishes credibility, enhances order book value and drive customer satisfaction. Furthermore, IRCON aims to accordingly train its employees to get familiar with trending technologies and is also exploring infrastructure projects that require the latest technology. By integrating technology into every layer of its operations, from bidding and planning to execution and monitoring, IRCON is positioning itself as a future-ready infrastructure leader.

### RISK MANAGEMENT

IRCON acknowledges that operating in the construction sector exposes the Company to inherent uncertainties and risks. The volatility of this sector introduces various external and internal risks that can impact both the financial and non-financial outcomes. Recognizing the importance of an integrated approach to risk management, IRCON has established a comprehensive Enterprise Risk Management (ERM) framework.

IRCON has had a Risk Management System in place since 2007, with the Risk Management Policy (RMP) initially formulated in 2013. Over time, the RMP has been amended to align with the changing business environment and regulatory requirements. The latest revision of the RMP was approved by the Board in December 2021, with the aim of fostering a higher level of risk awareness across the organization, encouraging broader participation, and cultivating a sustainable risk-aware culture.

In accordance with the ERM framework and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, IRCON has established a Board Level Risk Management Committee (RMC). This committee reports

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

to the Board providing insights into risk elements and mitigation plans, among other responsibilities.

The RMC's primary functions include identifying key risk-bearing activities, assessing the gaps in risk potential compared to best business practices, identifying deficiencies in current business processes that may leave potential threats uncovered, establishing risk assessment control systems, reviewing risk assessment reports compiled by the Rapid Action Group (RAG), providing directions for improvements, and ensuring IRCON's preparedness for potential risks. The RMC is also responsible for formulating and reviewing the RMP, including the framework for identifying internal and external risks specific to the company, developing measures for risk mitigation and internal control systems, and monitoring implementation.

To ensure effective implementation of the Risk Management Policy, IRCON has established a Rapid Action Group at the Executive Director and Chief General Manager levels, along with business groups and internal audit teams. The Risk Management Policy, Risk Management Processes, and MIS report formats, including reports on Risk Management, have been developed in accordance with the ERM framework. Reports from the Rapid Action Group are submitted to the RMC for review. In line with the updated Risk Management Policy, the identification of critical risks, monitoring, review, mitigation plans, and corrective actions are now carried out through an Online Web-Based Risk Management IT Tool, which is reviewed by the RMC via the RAG for the Organizational Risk Repository.

In the Indian context, IRCON faces significant challenges in project execution, such as the non-availability of encumbrance-free land and delays in obtaining approvals for drawings and estimates. These factors pose risks of time and cost overruns, which are often uncompensated by the client. Additionally, the Company faces uncertainties in predicting project revenues, as they can vary due to various factors.

### INTERNAL CONTROL SYSTEMS AND THEIR ADEQUACY

A well-designed and consistently enforced system of operational and financial control is integral to safeguarding the Company's resources, ensuring the accuracy and integrity of financial reporting, and upholding compliance with pertinent laws

and regulations. Additionally, such a system serves to mitigate the likelihood of substantial errors and irregularities, while facilitating their prompt identification upon occurrence. IRCON has instituted an internal control mechanism along with an Internal Audit Function tailored to its scale and operational scope, with the objective of augmenting operational efficacy and ensuring adherence to relevant statutory provisions, standards, and directives. Furthermore, the Company has established policies and guidelines optimizing the allocation of authority to streamline business processes.

In pursuit of enhancing the internal control system, the following actions have been executed:

#### Internal Financial Control (IFC)

The Company upholds sufficient Internal Control over Financial Reporting (ICFR) in compliance with the stipulations outlined in the Companies Act, 2013, which are meticulously enforced. These controls are structured to facilitate accurate maintenance of accounting records, orderly execution of business operations in accordance with company policies, safeguarding of assets, prevention and detection of fraud and errors, and ensuring the reliability of financial and operational information.

The internal financial control framework, encompassing ICFR, undergoes periodic evaluations to ensure its alignment with evolving business requisites. Any requisite modifications are instituted to augment its efficacy. The management ensures transparent disclosure of all pertinent financial information, furnishing a comprehensive insight into the Company's financial standing and operations.

#### Internal Audit

The Company engages experienced professional firms to conduct its Internal Audit, with the frequency of audits determined by the turnover and completion status of each project.

The Company has established and ratified its Internal Audit Framework, delineating the breadth of audit coverage. This framework covers various aspects, including financial accounting, financial reporting, tender and allied matters, project execution, procurement, sub-contracting, statutory compliance, and more. Both the management and the Audit Committee periodically review the internal control and audit systems, with corrective measures taken as necessary to ensure continuous improvement.

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

Furthermore, IRCON has an organizational chart in place, along with a system for delegation of power that undergoes regular updates to ensure alignment with current organizational structures. Additionally, the Company has instituted a structured Fraud Prevention, Detection, and Control Policy (FPDC Policy) and a Whistleblower Policy, endorsed by the Board of Directors. These policies establish channels for confidential e-complaints, fostering a culture of integrity within the organization.

### QUALITY, SAFETY, HEALTH AND ENVIRONMENT STANDARDS

IRCON is an ISO certified Company for Quality, Environment and Occupational Health & Safety Management Systems. The Company has implemented a Quality Management System in accordance with ISO 9001:2015. It has also implemented an Environmental Management System in accordance with ISO 14001:2015 and Occupational Health and Safety Management System in accordance with ISO 45001:2018.

#### QUALITY

IRCON is a pioneer Public Sector Organization in adopting the Quality Management System Certification in the domestic as well as International Markets. Quality Management System (QMS) has been successfully sustained and continually improved since 1996 when the Company as a whole was first certified for ISO 9002:1994 by TUV SUD Private Limited. We have continued the certification and sustained the system as per the latest version of Quality Management Standards, i.e. ISO 9001:2015 (by periodical re-certification audit after the expiry of every three years). Latest surveillance audit was conducted TUV SUD South Asia Private Limited in the month of January, 2025 and the validity of the certificate is up to March, 2026.

Department continued the initiative of sharing technical knowledge by adopting digital platform (i.e. Google Meet, Microsoft Teams etc.) on various topics as per the scope and many more technical as well as technological solutions prevailing in the core competence of the organization i.e. railways, highways, tunneling & other infrastructure projects.

In addition to this, new initiative for attracting the participation from each & every employee within the organization, conducted the quality circle meeting with project professionals for ensuring better product delivery as well as quality. RACI matrix has been defined

& implemented at our project sites for maintaining the Quality of Works. Standardization of Project Procedure Manual (PPM) along with the material testing plan and formats have been made available on the internal website of the Company for knowledge sharing and helping the projects to prepare the required documents at project levels. Despite of the complex & diversified nature of projects, IRCON initiative for the standardization of quality procedures are the way forward towards attaining the complete integration within the organizational framework.

The Company nominates Quality Officers for major Indian projects to monitor QMS at their respective projects, and the same is also incorporated in General Conditions of Contract (GCC) of the Company for implementation of Quality Management Standards by the Contractor while carrying out the work.

Project Quality Council meetings are being conducted to review the implementation of Quality Management System (QMS). The Quality objectives are being measured and reviewed both at the Corporate Office and at the Project levels. Internal Quality Audit, as well as Quality Assurance Audit, were conducted in coordination with the project and Corporate Office. Reports of these audits provide not only details of non-conformities encountered during the audit but also the salient features of the project, including progress, positive points if any and areas requiring improvements.

### OCCUPATIONAL HEALTH AND SAFETY MANAGEMENT SYSTEM

The Company established an Occupational Health & Safety Management System and was certified for ISO 45001:2004 in October, 2011. The latest Re-certification audit for ISO 45001:2018 was conducted by TUV SUD South Asia Private Limited in the month of October 2024, and the validity of the certificate is upto December, 2027.

During COVID-19 Pandemic, the Company follows the precautionary measure/ Guideline issued by the Government from time to time. Also taking fast initiative to prevent the spread of COVID-19 in work space by implementing monitoring equipment like thermal scanners, Arogyasetu app, automatic sanitization machine, paper disinfection machines etc. The Company has also initiated a vigilant vaccination drive for their employees and other stakeholders for maintaining the highest standards of Occupational Health and Safety. The Company is organizing health



## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

talks with specialized doctors from reputed hospitals on various topics.

The Company nominates SHE Officers for major Indian projects to monitor SHE compliance of the statutory laws at their respective projects, and the same is also incorporated in General Conditions of Contract (GCC) of the Company for implementation of SHE Management Standards by the Contractor while carrying out the work. In addition to this, document like Safety and Environmental checklists are also provided at IRCON intranet.

IRCON actively participates in the national events through competitions. IRCON received a prestigious "Construction Health, Safety & Environment Award 2024" by Construction Industry Development Council (CIDC) for implementing Safety Management Systems.

### ENVIRONMENTAL MANAGEMENT SYSTEM (EMS)

The Company established an Environment Management System (EMS) and was certified for ISO 14001:2004 in October 2011. The latest surveillance audit for ISO 14001:2015 was conducted by TUV SUD South Asia Private Limited in the month of October 2024, and the validity of certificate is upto February, 2026.

The Company nominates Environment Officers for major Indian projects to monitor EMS and compliance of the environmental laws at their respective projects and the same is also incorporated in General Conditions of Contract (GCC) of the Company for implementation of Environmental Management Standards by the contractor while carrying out the work. Environmental checklists have been developed and maintained by all projects. Further, environmentally friendly equipment such as solar panels have been installed and are being installed at various offices/projects. Waste water is recycled at Corporate Office through Sewage Treatment Plant (STP), and the same is used for horticulture work. STPs are also being constructed at IRCONs buildings at Noida and Gurugram.

To conserve electricity and water, LED lights, sensor lights and sensor taps are being used in Corporate Offices. Moreover, various environment-friendly steps are taken up across offices/projects of the Company, such as use of fly ash brick instead of clay brick, rainwater harvesting arrangements, sensor-controlled Chromium Plate (CP) fittings, and use of the latest version of facade glass (glass in the building) to make

the building sustainable. At construction sites, regular monitoring of water usage and wastewater, ambient air quality and noise quality are being carried out.

Being the environment friendly organization, IRCON actively participates in the national & international events (i.e. world environment day) through competitions & display of banners in order to inculcate the awareness towards the protection of environment among its stakeholders.

### HUMAN RESOURCES

IRCON recognizes that its employees are fundamental to its success and are instrumental in upholding the organization's values and culture. The Company is committed to achieving its organizational goals by investing in the development of its human resources, ensuring that they possess the necessary skills and competencies to effectively contribute to the Company's business objectives. IRCON's efforts in human resources development are in line with industry standards, ensuring that its workforce remains equipped with the required knowledge and expertise. The Company places great importance on fostering a positive workplace environment and consistently works towards maintaining it. IRCON strives to create a motivating and satisfying atmosphere where employees are encouraged to make valuable contributions to the company's growth and success.

The Company takes pride in its highly motivated and competent human resource and its contribution. The total employee strength of our company stood at 1,182 as on March 31, 2025 which included 834 regular employees, 27 employees on deputation, 242 on contractual, 75 consultants / advisors and 04 on fixed tenure basis. The attrition rate during FY 2024-25 stood 9.17% in comparison to 6.10% during last year.

#### Employee Productivity

The total income of the Company for FY 2024-25 is ₹10,677.45 Crore and overall income per employee for FY 2024-25 stood at ₹9.03 Crore.

#### Recruitment

To maintain its competitive edge, the Company is committed to attracting and onboarding top talent at all levels. This is achieved through various means, including recruiting fresh graduate engineers, professionals, and management trainees. The Company also brings in experienced personnel from the open market, through deputation or absorption from other government

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

departments and railways, as well as by hiring retired staff and utilizing third-party payroll services. The Company follows best recruitment practices to ensure equal opportunities and a harmonious working environment for the advancement of employees from diverse backgrounds, including SC, ST, OBC, minorities, and women. These policies reflect the inclusive and forward-thinking mindset of the management, with a strong emphasis on being an "Equal Opportunity Employer". The Company continuously reviews and refines its recruitment strategies to align them with its broader goals and objectives.

During FY 2024-2025, 42 employees were recruited on a full-time basis while 63 were recruited on contractual basis including service contract, as a policy of inclusive employment, 24 of those inducted on full time basis belong to the SC/ST/OBC/EWS category and 19 of those inducted on contractual basis (excluding service contract) belong to SC/ST/OBC/EWS category. The Company has also implemented EWS reservation with 5 EWS category employees being inducted. A selection process for tenure-based appointments has also been initiated.

### Deputation

To meet its continuous need for trained and experienced manpower, especially in view of project requirements, experienced and trained manpower is inducted from Indian Railways and other Government departments on deputation on a fixed tenure basis. During the year, 4 personnel were inducted on deputation, bringing the total manpower on deputation to 27.

### Training and Development

IRCON is moving towards a competency-based framework with the aim of building competency pool of the employees at all levels. As an outcome of competency mapping, individual development plans are prepared for senior and middle-level management. Based on this, training needs are identified and customized training programs are conducted.

Considering the Training and Development as a high focus area, employees are being trained in various domains such as Contract Management, Arbitration, Project Management, Track Works, Bridges & Structures, Business Responsibility & Sustainability Responsibility, Risk Management etc. During the year, 1998 man-days of training was imparted, which covered around 595 employees, which included Training Programme on GST Training, National Level Special-Vendor Development

Program, especially for SC & ST & Women Entrepreneur, Related Party Transaction, Labor Laws and Industrial Relations, Human Rights, Direct Tax and Labor Cess, Gender Equality and Women Empowerment, Management Development Programme, Training on POSH Act, Capacity Building Training Initiatives, Health Awareness Talk, virtual Training Programmes and many other behavioral, technical, non-technical internal and external training, seminars, workshops were imparted. Strengthening our human capital is, therefore, core to our operations. IRCON runs multiple initiatives to help employees grow in their careers. Progressive policies such as a mentoring and skill development programmes for junior employees, and special leadership development programs for senior employees, have gone toward making the workplace more employee-friendly.

### Career Progression

The Company's promotion policy is well-established and proven effective over time. It ensures that deserving employees have ample opportunities for career advancement and facilitates succession planning. Promotions are based on merit, suitability, performance, and professional accomplishments that align with the organization's business requirements. In the Departmental Promotion Committee (DPC) of 2024, a total of 139 promotions were granted in the executive category, while 21 promotions were awarded in the non-executive category.

### Performance Management System

The Company has implemented an IT-enabled Performance Management System that is linked with a Performance Related Pay (PRP) system. This PRP system effectively captures various aspects of employee performance, including company performance, team performance, and individual contributions towards achieving the Company's annual objectives. The emphasis on team performance promotes a collaborative and cohesive work environment, where employees are motivated to work together synergistically to achieve team objectives. This approach facilitates the attainment of the Company's long-term goals, such as maintaining minimum wages and other benefits.

### Use of Information Technology Tools

The IT Department has taken a leap forward to keeping records in digitized format and implementing e-office for day-to-day operations. HR functions such as Employee Records, Leave Records, Performance Management

## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

System (PMS), Annual Property Returns, Employee Engagement, etc. have been put in an e-format, thereby reducing paper use, bringing transparency and efficiency, and improving quality. The policies and programmes are communicated to employees through the Employee Self-Service portal and various social media modes.

### Motivation, Awards and Recognition

To recognize the exceptional performance, periodic awards and recognition are given to employees. The meritorious employee delivering the exceptional performance in a financial year is awarded with CMD Award. In addition, various individual and group awards are given to employees for their exceptional performance during the year.

### Employee Welfare

During the employment, employees are provided with generous perks, allowances, and facilities, encompassing both monetary and non-monetary benefits. These include transportation assistance, housing options, leased accommodation, subsidized food, and medical facilities. The Company's main objective is to enhance the quality of life for its employees, and as such, it has implemented various schemes to improve their overall welfare.

In addition to statutory benefits such as Maternity & Adoption Leave, First Aid Facility, and payment of scholarship cash awards for education and higher education of employees' wards, the Company offers several Employee Assistance Programs. These programs encompass training, advances, a house lease policy to provide better living conditions, and support for employees suffering from prolonged illnesses or terminal diseases. Periodic gifts, such as superannuation gifts, marriage gifts, birthday gifts, diwali gifts, and Annual Day gifts, are granted to foster a sense of belongingness among employees and create a positive work environment.

The Company provides liberal superannuation benefits, including Provident Fund, Gratuity, Pension, and Post-Retirement Medical Scheme, which serve as retention tools and offer social security to employees.

### Women Development

The Company has implemented best practices to ensure equal opportunities and a harmonious working environment for the growth and advancement of women employees. Various programs on gender issues,

prevention of sexual harassment, and conducive working conditions are conducted to address these concerns. Women employees are provided with opportunities to participate in meetings, project work, and committees, promoting equal opportunity without gender bias. The management has always been at the forefront of adopting practices that create an environment where women feel empowered, confident, and able to make decisions. To ensure a safe and secure working atmosphere for women employees, a committee for the Prevention of Sexual Harassment at the Workplace (POSH) has been established. This committee aims to provide a supportive framework and address any instances of sexual harassment.

### Grievance Redressal

To promptly address and resolve employee grievance fairly and equitably, a grievance redressal system is present in the Company wherein employee can submit their grievance to appropriate authority for redressal. In addition, online grievances can be made to the Ministry of Railways through the Centralized Public Grievance Redress & Monitoring System (CPGRAMS) portal.

### Whistle Blower Policy

IRCON has a separate and well-structured Vigilance Department, which deals with frauds or suspected malpractices involving employees, contractors, suppliers, consultants, service providers or those doing business with the Company. Besides, a whistle blower and fraud prevention policy is also in place to monitor unethical activities.

## CONTRIBUTION TO GOVT. OF INDIA INITIATIVES

IRCON has actively aligned its operations with flagship Government of India initiatives:

- **Skill India:** Upskilling workforce through training programs.
- **Swachh Bharat Mission:** Promoting cleanliness at project sites and offices.
- **Start-up India:** Encouraging innovation in project execution.
- **Make in India:** Prioritizing domestic sourcing and manufacturing.
- **Digital India:** Implementing digital project monitoring tools.
- **Solar Ecosystem:** Promoting renewable energy in infrastructure projects.



## MANAGEMENT DISCUSSION AND ANALYSIS REPORT

### PROMOTING MSMEs

Being a CPSE, the Company's procurement policy and practices are guided by the ongoing Government policies and practices including the CVC Guidelines. These are based on transparent procurement mechanism which enables procurement from local and small manufacturers/suppliers/service providers etc. IRCON is procuring goods and services in line with the Public Procurement Policy for Micro and Small Enterprises (MSEs) Amendment Order, 2022 from MSEs. Accordingly, purchase preference is given to those micro & small enterprises quoting their price within the price band of L1+15% as prescribed in the Public Procurement Policy for Micro and Small Enterprises (MSEs) Amendment Order, 2022. The Company has also adopted fair, equitable and transparent tendering procedures to encourage Indian bidders and suppliers. Furthermore, Vendor Development Program for MSEs is also organized by the Company to bring more awareness among MSEs and increase their participation.

During the FY 2024-25, the Company has procured items valuing ₹31.34 Crore from MSE vendors against expenditure valuing ₹118.01 Crore (excluding the procurement of items which are beyond the scope of MSEs) towards goods & services, thereby achieving 26.56% procurement from MSEs as against the target of 25% as per the procurement policy.

The Company has conducted four Vendor Development Programs during FY 2024-25. Details are as under-

1. "National Level – Special Vendor Development Program" for Micro and Small Enterprises especially owned by SC/ST and Women entrepreneurs organized in IRCON Corporate Office on 12.12.2024.
2. National Level Special Vendor Development Program (VDP) in association with EEPC India on 21.06.2024 through online VC mode.
3. National Level – Special Vendor Development Program" for Micro and Small Enterprises especially owned by SC/ST and Women entrepreneurs organized in IRCON Corporate Office on 11.03.2025.
4. Two days Vendor Development Programme cum industrial Exhibition at Lloyd Institute of Engineering, Greater Noida, Uttar Pradesh on 19<sup>th</sup> and 20<sup>th</sup> March 2025 organised by Ministry of MSME, MSME D.F.O, Okhla, New Delhi in association with IRCON.

The Company has been extensively following the guidelines of Government on procurement through Government e-Market place (GeM) and provisions are also made in tenders to promote "Make in India" directives of the Government of India by giving preference to the Class-I Local suppliers & calling of tenders upto ₹200 Crore through National Competitive Bidding in line with the Public Procurement (Preference to Make in India), Order 2017.

### CAUTIONARY STATEMENT

Statements made in the Management Discussion and Analysis Report describing the Company's objective, projections, estimates, expectations may be forward-looking statements within the meaning of applicable laws and regulations, based on beliefs of the management of the Company. Such statements reflect the Company's current views with respect to the future events and are subject to risks and uncertainties. Many factors could cause the actual result to be materially different from those projected in this report, including among others, changes in the general economic and business conditions affecting the segment in which the Company operates, changes in business strategy, changes in interest rates, inflation, deflation, foreign exchange rates, competition in the industry, changes in Governmental Regulations, tax laws and other Statutes & other incidental factors. The Company does not undertake any obligation to update any forward-looking statements publicly, whether as a result of new information, future events or otherwise.

**For and on behalf of the Board of Directors**

Sd/-

**(Hari Mohan Gupta)**

Chairman & Managing Director & CEO  
(DIN: 08453476)

Date: August 21, 2025

Place: New Delhi

# BOARD'S REPORT

To the Members,

The Board of Directors of your Company are pleased to present the 49<sup>th</sup> Annual Report of your company for the financial year ended March 31, 2025. This report provides a comprehensive overview of the Company's performance, including a summary of financial results and key highlights concerning the financial performance for the period ended March 31, 2025.

## FINANCIAL RESULTS

(₹ in crore)

PARTICULARS	STANDALONE			CONSOLIDATED		
	FY 2024-25	FY 2023-24	%age CHANGE	FY 2024-25	FY 2023-24	%age CHANGE
Total Income /Turnover	<b>10,677.45</b>	12,387.85	<b>(13.81%)</b>	<b>11,131.03</b>	12,870.52	<b>(13.52%)</b>
Total Operating Income / Turnover	<b>10,193.14</b>	11,950.40	<b>(14.70%)</b>	<b>10,759.58</b>	12,513.65	<b>(14.02%)</b>
EBITDA	<b>963.47</b>	1,201.36	<b>(19.80%)</b>	<b>1,276.03</b>	1,509.96	<b>(15.49%)</b>
Profit Before Tax	<b>917.81</b>	1,155.54	<b>(20.57%)</b>	<b>939.02</b>	1,261.13	<b>(25.54%)</b>
Profit After Tax	<b>737.59</b>	862.90	<b>(14.52%)</b>	<b>727.83</b>	929.51	<b>(21.70%)</b>
Net Worth	<b>6,237.43</b>	5,771.76	<b>8.07%</b>	<b>6,326.35</b>	5,870.92	<b>7.76%</b>
Appropriations						
Dividend (Final & Interim)*	<b>249.24</b>	291.56	<b>(14.52%)</b>			
EPS	<b>7.84</b>	9.17	<b>(14.50%)</b>	<b>7.73</b>	9.88	<b>(21.76%)</b>

Notes: \* Includes proposed final dividend [subject to the approval of shareholders at the ensuing Annual General Meeting (AGM)].

## FINANCIAL HIGHLIGHTS

The Company has recorded a total income of ₹10,677.45 Crore during FY 2024-25. While this reflects a moderation from ₹12,387.85 Crore in FY 2023-24. The operating turnover for FY 2024-25 is ₹10,193.14 Crore, compared to ₹11,950.40 Crore in the previous year. This change is mainly because of the successful completion of some of the major projects in the current financial year. The company is actively working to secure more projects and grow its order book.

Profit Before Tax (PBT) stood at ₹917.81 Crore (₹1,155.54 Crores in FY 2023-24), and Profit After Tax (PAT) at ₹737.59 Crore (₹862.90 Crores in FY 2023-24), reflecting the impact of reduced turnover and provisioning in ongoing projects.

During the year, the Company's Net Worth stands at ₹6,237.43 Crore in FY 2024-25 showing an increase from ₹5,771.76 Crore in FY 2023-24. The Earnings Per Share (EPS) for the year ended March 31, 2025, is ₹7.84 per equity share (face value ₹2), compared to ₹9.17 in the previous year.

## DIVIDEND

The Company's primary focus is on enhancing shareholder value. The Company has a consistent track record of paying dividends since its inception. In FY 2024-25, the Board of Directors declared and disbursed an interim dividend of ₹1.65 per equity share of a face value of ₹2/- per share. This amounted to approximately ₹155.18 Crore, (calculated at 82.50% of the paid-up share capital of

## BOARD'S REPORT

₹188.10 Crore). The interim dividend was declared based on the Company's unaudited financial results for the quarter ended December 2024.

Furthermore, the Board has recommended a final dividend of ₹1.00 per equity share on the face value of ₹2/- each, aggregating to ₹94.05 Crore (50% of the paid-up share capital of ₹188.10 Crore). This final dividend is subject to approval from the shareholders at the ensuing AGM and is based on the Company's profits for FY 2024-25.

Considering these dividends, the total dividend for FY 2024-25 would amount to approximately ₹249.24 Crore (₹2.65 per share). This represents 33.79% of the post-tax profits for FY 2024-25 and 4.01% of the net worth of the Company as of March 31, 2025. Upon approval and payment of the proposed final dividend, the cumulative dividend paid to shareholders until FY 2024-25 will stand approximately ₹3,197.42 Crore.

The declaration of dividends aligns with the Dividend Distribution Policy, which complies with Regulation 43A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR Regulations), as amended, and the guidelines on "Capital Restructuring of Central Public Sector Enterprises".

### SHARE CAPITAL

As on March 31, 2025, the paid-up equity share capital of the Company stood at ₹188.10 Crore comprising of 94,05,15,740 equity shares of face value of ₹2/- each. The shareholding of the Promoter of the Company i.e. the President of India stood at 65.17% of the total paid-up equity share capital of the Company, as on March 31, 2025. IRCON is compliant on the Minimum Public Shareholding (MPS) requirements specified in Rule 19(2) and Rule 19A of the Securities Contracts (Regulation) Rules, 1957.

Pursuant to the amendment in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, IRCON is amongst the top 500 listed companies based on the average market capitalization as on 31<sup>st</sup> December, 2024. As on 31<sup>st</sup> December, 2024, the market capitalization of your Company stood at ₹22,737.83 Crore.

### DEMATERIALISATION OF SHARES

As on March 31, 2025, all the shares, except 1074 shares in physical form are held in dematerialised form and the details of the dematerialisation of shares are provided in the Corporate Governance Report.

### TRANSFER TO RETAINED EARNINGS

Appropriations to retained earnings for the financial year ended March 31, 2025 were ₹488.35 Crore after considering the total dividend of ₹249.24 Crore.

### CAPEX AND LIQUIDITY

During the year, the Company on a standalone basis spent a sum of ₹378.94 Crore on capital projects across domestic and foreign projects; which includes ₹15.06 Crore towards construction of a building; ₹59.92 Crore for acquiring Plant & Machinery; ₹12.34 Crore for acquiring other assets (i.e. computer, furniture, software and others); and ₹291.62 Crore towards investments in SPVs.

The Company's liquidity position stood at ₹4,123.91 Crore as on March 31, 2025, comprising of ₹1,977.85 Crore in cash and cash equivalent and ₹2,146.06 Crore in other bank balances. Out of ₹4,123.91 Crore, client/ project funds amount to ₹3,268.95 Crore.

### FOREIGN EXCHANGE EARNINGS AND OUTGO

The Company has earned a foreign exchange of ₹20,535 Crore cumulatively till date. During FY 2024-25, the Company has earned a foreign exchange of ₹831.06 Crore as compared to ₹622.66 Crore in FY 2023-24. The foreign exchange outgo stood at ₹660.42 Crore during FY 2024-25 as compared to ₹553.23 Crore during FY 2023-24. Thus, the net foreign exchange earnings amount to ₹170.64 Crore in FY 2024-25.

### IRCON GROUP PERFORMANCE

During the year, IRCON and its subsidiaries (the Group) recorded a total consolidated turnover of ₹11,131.03 crore (₹12,870.52 Crore in FY 2023-24), and an operating turnover of ₹10,759.58 crore (₹12,513.65 Crore in FY 2023-24). While this reflects a slight reduction compared to the previous year, the Group still maintained strong financial performance, recording a profit before tax of ₹939.02 crore (₹1,261.13 Crore in FY 2023-24), and a profit after tax of ₹727.83 crore (₹929.51 Crore in FY 2023-24).

Importantly, IRCON has been awarded an "Excellent" rating for FY 2023-24 by the Department of Public Enterprises (DPE), recognizing the Group's performance as per the MoU targets.

### MATERIAL CHANGES AND COMMITMENTS AFFECTING THE FINANCIAL POSITION

There are no material changes or commitments affecting the financial position of the Company during and after the close of the financial year up to the date of the report.

### FINANCIAL STATEMENTS (STANDALONE AND CONSOLIDATED)

The Board of Directors of the Company has, at its meeting held on May 21, 2025, had approved the Financial Statements for FY 2024-25 (Standalone and Consolidated).

In accordance with the provisions of Section 129 (3) of



## BOARD'S REPORT

the Companies Act, 2013, the Company has prepared its Consolidated Financial Statements a) as per line-by-line method for its wholly-owned subsidiaries viz. Ircon Infrastructure & Services Limited (IrconISL), Ircon PB Tollway Limited (IrconPBT), Ircon Shivpuri Guna Tollway Limited (IrconSGTL), Ircon Davanagere Haveri Highway Limited (IrconDHHL), Ircon Vadodara Kim Expressway Limited (IrconVKEL), Ircon Gurgaon Rewari Highway Limited (IrconGRHL), Ircon Akloli-Shirsad Expressway Limited (IrconASEL), Ircon Ludhiana Rupnagar Highway Limited (IrconLRHL), Ircon Bhoj Morbe Expressway Limited (IrconBMEL), & Ircon Haridwar Bypass Limited (IrconHBL) and subsidiary company viz. Ircon Renewable Power Limited (IRPL); and b) as per equity method, for seven joint venture companies viz. Ircon-Soma Tollway Private Limited (ISTPL), Indian Railway Stations Development Corporation Limited (IRSDC) [not on a going concern basis], Chhattisgarh East Railway Limited (CERL), Chhattisgarh East-West Railway Limited (CEWRL), Jharkhand Central Railway Limited (JCRL), Mahanadi Coal Railway Limited (MCRL) & Bastar Railway Private Limited (BRPL). The accounts of unincorporated joint ventures have been included in the standalone financial statements for the FY 2024-25.

### CLOSURE OF PROJECTS

1. IRSDC:- The Ministry of Railways (MoR), via letter dated 18.10.2021, had granted in-principle approval for the closure of Indian Railway Station Development Corporation Limited (IRSDC) and the transfer of its business to RLDA. In FY 2024-25, with consent from JV partners (IRCON, RITES, and RLDA), IRSDC's assets and liabilities (excluding investments in SITCO and GARUD/SFM) were transferred to RLDA on a slump sale basis. A Business Transfer Agreement was signed on 9 April 2025, and ₹39.89 crore was received on 11 April 2025.

Earlier, RLDA paid ₹6.30 crore for SITCO in FY 2023-24 and acquired IRSDC's share in GARUD for ₹12.49 crore in June 2025. As of 31 March 2025, closure activities are near completion, and the company's financials are prepared on a liquidation basis. Appointment of a Liquidator under IBC is in progress. The Group continues to monitor developments and sees no impairment risk, with its share in IRSDC's net worth (₹61.76 crore, 26% of ₹237.52 crore) remaining intact.

2. MCRL:- It has been decided to handover Phase- I (Angul - Balram, 14 KM already operational) and Phase- II (Balram-Putgadia-Tentuloi, 54 KM under construction) of MCRL Project to the Ministry of Railways (MoR). The legal formalities, pricing and related modalities are in process and the Company

does not foresee any impairment in the value of investment at this stage.

3. BRPL:- The Ministry of Railway (MoR) has granted in-principle approval for closure of Bastar Railway Private Limited, a joint venture company and transfer of its assets and liabilities to MoR. The legal formalities, pricing and related modalities are in process and the Company does not foresee any impairment in the value of investment at this stage.

The Company would make available its audited financial statements (standalone and consolidated) for the FY 2024-25 and financial statements of its eleven subsidiaries (IrconISL, IrconPBT, IrconSGTL, IrconDHHL, IrconVKEL, IrconGRHL, IrconASEL, IrconLRHL, IrconBMEL, IrconHBL & IRPL) at its website ([www.ircon.org](http://www.ircon.org)).

Further, a statement containing the salient features of the financial statements of eleven subsidiaries and seven joint venture companies in Form AOC-1 is attached to the Financial Statements.

The Ministry of Corporate Affairs and the Securities and Exchange Board of India (SEBI) had allowed companies to send financial statements, including the Notice of AGM, Board's Report, Auditor's Report, and other related documents, exclusively via e-mail to members who have registered their email addresses with the company or with the depository participant/depository, as well as to other eligible persons. These relaxations have been extended until September 30, 2025, as per circulars dated September 19, 2024 and October 3, 2024 issued by MCA and SEBI respectively.

Taking into account these relaxations and as part of our commitment to environmental sustainability, the Notice of AGM and Annual Report will be electronically delivered to shareholders who have already registered their email addresses with the respective depository participants. These documents will be accessible on the Company's website and will also be provided to the stock exchanges, namely BSE Limited (BSE) and National Stock Exchange of India Limited (NSE).

### MANAGEMENT DISCUSSION AND ANALYSIS

The Management Discussion and Analysis (MDA) Report, as mandated by Regulation 34 read with Schedule-V to the LODR Regulations and DPE Guidelines, has been included as an annexure to this report. It is hereby incorporated by reference and serves as an integral component of this report. The MDA Report provides a comprehensive review of various key aspects including the global and Indian economy, industry analysis and future outlook, Company overview, legal status and autonomy, business divisions/ units, financial and operational performance,

## BOARD'S REPORT

order book position, strengths, scope and opportunities, key concerns, business strategies, risk management, adequacy of internal control systems, quality, safety, health and environment standards, significant developments in human resources, Environmental Management System and Renewable Energy Sector.

Further, details of Conservation of Energy, Technology Absorption and Upgradation, Foreign Exchange Earnings and Outgo and Corporate Social Responsibility, are provided in the Board's Report.

### Memorandum of Understanding

IRCON has secured "Excellent" rating for FY 2023–24 from Department of Public Enterprises (DPE) based on performance parameters laid down in MoU.

DPE will assess the performance of the company against the MoU targets set in the MoU 2024–25. Based on self-evaluation, IRCON has achieved followings against MoU targets set by DPE.

S. No.	Name of Parameter	Target (2024–25)	Achievement (2024–25)
1	Revenue from Operations (₹ crore)	14,386	10,759.58
2	CAPEX (₹ crore)	608	1,906.03
3	Export/ Income from Overseas (₹ crore)	582	339.10
4	EBITDA as a percentage of Revenue (%)	12.43%	11.46%
5	Return on Capital Employed (%)	15.30%	11.03%
6	Asset Turnover Ratio (%)	73.78%	57.02%
7	Acceptance/ Rejection of Invoices of Goods & Services through TReDS Portal within specified time:		
i.	Onboarding of CPSE on all operating TReDS portals (Nos.)	–	4.00
ii.	Integration of CPSE's Enterprise Resource Planning (ERP) or vendor invoice management (VIM) system with GeM portal (Yes/No)	Yes	No
iii.	Timely payment to MSE vendors within 45 days from the appointed day (Yes/No)	Yes	Yes
8	Procurement from GeM as per approved Procurement Plan	100%	138.95%
9	Trade Receivables as no. of days of Revenue from Operations	45	45.06

Final MoU performance evaluation will be done by DPE based on the DPE guidelines and pending as on date.

### EXTERNAL ENVIRONMENT

#### MACROECONOMIC CONDITIONS

According to the International Monetary Fund (IMF) in its World Economic Outlook (April 2025), global growth is projected to drop to 2.8% in 2025 and 3% in 2026 much below the historical (2000–19) average of 3.7%.

In emerging market and developing economies, growth is expected to slow down to 3.7% in 2025 and 3.9% in 2026, with significant downgrades for countries affected most by recent trade measures. After a marked slowdown in 2024, growth in emerging and developing Asia is expected to decline further to 4.5% in 2025 and 4.6% in 2026.

For India, the growth outlook is relatively more stable at 6.2% in 2025, supported by private consumption, particularly in rural areas, but this rate is 0.3% point lower than that in the January 2025, IMF's WEO Update on account of higher levels of trade tensions and global uncertainty. According to the International Monetary Fund (IMF) in its Fiscal Monitor (April 2025), Indian fiscal deficit reduced to 7.4% in 2024 from 7.9% in 2023, which is further expected to go down 6.9% in 2026.

#### INFRASTRUCTURE & CONSTRUCTION INDUSTRY – GOVERNMENT INITIATIVES & INDUSTRY OUTLOOK

Infrastructure is a foundational engine for India's industrial growth and national progress. In recognition of this, the government has prioritized strengthening infrastructure

## BOARD'S REPORT

and construction through targeted policies like open FDI norms, major budget allocations, and the Smart Cities Mission. The Prime Minister has also launched the Gati Shakti Master Plan, which aims to accelerate national infrastructure by integrating various modes of transport.

India's logistics market is estimated to be US\$ 317.26 billion in 2024 and is expected to reach US\$ 484.43 billion by 2029, growing at a CAGR of 8.8%. The Ministry of Commerce and Industry, states that the logistics sector accounts for 5% of India's GDP and provides jobs for nearly 2.2 crore Indians. FDI rules have been significantly liberalized in India and can provide foreign investors with options aligned with their business goals. As per a report of Morgan Stanley India's infrastructure investment to steadily increase from 5.3% of GDP in FY24 to 6.5% of GDP by FY29.

In the Union Budget 2025-26, capital investment outlay for infrastructure has been increased to ₹11.21 lakh crore (US\$ 128.64 billion), which would be 3.1% of GDP. Infrastructure Finance Secretariat is established to enhance opportunities for private investment in infrastructure that will assist all stakeholders for more private investment in infrastructure.

National Highways play a very important role in the economic and social development of the country by enabling efficient movement of freight and passengers and improving access to the market. India has the second largest road network in the world and its National Highways expanded from 65,569 km in 2004 to a total length of 1,46,145 km in 2024, forming the primary arterial network of the country. The Government of India has undertaken several initiatives to enhance and strengthen the National Highways network through flagship programmes such as the Bharatmala Pariyojana which includes the subsumed National Highway Development Project (NHDP), the Special Accelerated Road Development Programme for the North Eastern Region (SARDP-NE), and many more ongoing projects.

In the Union Budget 2025-26, the government allocated ₹2.87 lakh crore (US\$ 32.94 billion) towards the Ministry of Road with a target of ₹35,000 crore (US\$ 4.02 billion) in private sector investment. A network of 35 Multimodal Logistics Parks is planned to be developed as part of Bharatmala Pariyojana, with a total investment of about ₹46,000 crore (US\$ 5.5 billion), which once operational, shall be able to handle around 700 million metric tonnes of cargo. Of this, MMLPs at 15 prioritized locations will be developed with a total investment of about ₹22,000 Crore (US\$ 2.6 billion).

The Indian Railways have developed a comprehensive National Rail Plan (NRP) for India – 2030 with the goal of transforming the railway system into a 'future-ready'

infrastructure by the year 2030. The NRP is aimed to formulate strategies based on both operational capacities and commercial policy initiatives to increase modal share of the Railways in freight to 45%. The objective of the Plan is to create capacity ahead of demand, which in turn would also cater to future growth in demand right up to 2050.

Indian Railways is exploring a new public-private partnership (PPP) model to attract private investment to re-develop railway stations. Under this model, investors would receive up to 40% of the total project cost as viability-gap funding (VGF) and be allowed to use the space above platforms and tracks commercially. The government announced 5,000 km of Metro rail network by 2047 in 100 cities. The Government of India aims to transform Indian Railways into a net-zero emitter as part of its broader energy goals by 2030.

Under the Union Budget 2025-26, the government has allocated record CAPEX of ₹2,65,200 crore (US\$ 31.43 billion) for Railways. Indian Railways will achieve 100% electrification by FY26, with over 97% already completed, and is rapidly adopting renewable energy.

Union Minister of Finance, Ms. Nirmala Sitharaman announced plans to connect 120 new airports over the next 10 years, benefiting four crore additional passengers. In India, 158 Airports are operational and with construction of 84 airports over the last decade, India's aviation network is rapidly evolving and over 1.36 crore people have already travelled till March 13, 2024.

India is surpassing climate targets with 100 Gigawatts of solar, 47% non-fossil fuel power, and a 36% reduction in emissions intensity. The country has immense growth potential in renewable energy, especially in solar and wind power, as it aims to achieve 500 gigawatts of renewable energy capacity by 2030.

Ministry of New and Renewable Energy targets 500 GW non-fossil fuel-based electricity generation by 2030, as per the Prime Minister's COP26 announcement. Power generation from solar and wind projects are likely to be cost-competitive relative to thermal power generation in India in 2025-2030. India surpasses the global average in setting and reducing carbon emission targets, ranking among the top three countries worldwide for emission reporting and reduction efforts. It has been estimated that renewables will comprise 49% of India's power generation by 2040.

These efforts are crucial for boosting economic growth, improving connectivity, and enhancing overall development across various sectors. The integration of different modes of transportation can certainly lead to more efficient logistics and quicker project implementation.



## BOARD'S REPORT

### ORDER BOOK

In the industry that the Company pertains to, an order book is considered an indicator of future performance since it represents a portion of anticipated future revenue. The Company caters to both domestic as well as international markets and receives orders on competitive bidding.

The order book as on March 31, 2025, is ₹20,346.65 Crore as compared to ₹27,208 Crore as on March 31, 2024. The company has been facing some challenge in securing new order due to stiff competition and margins. However, given the growth in transportation Infrastructure Sector, we expect the order book to grow going forward.

### DOMESTIC PROJECTS

Since incorporation, the Company has diversified into various infrastructure sectors and is now an established player in the field of railway and highway construction.

### ONGOING PROJECTS

A list of ongoing major projects in India is given at **Appendix-A**.

In FY 2024-25, the focus of your Company has been execution, faster deliveries and meeting stringent timelines for overall optimal contribution to the much-needed infrastructure growth. This is in line with the vision of our Hon'ble Prime Minister and Hon'ble Minister of Railways. During the FY 2024-25, IRCON has successfully commissioned following domestic projects:

- Dedicated Freight Corridor Project (Vaitarna-Sachin Section of Western Dedicated Freight Corridor Phase-2), Civil, Building and Track Works, Package-CTP 12 in the state of Maharashtra & Gujarat, Route Length-186 Km, NTC Track Laying-386 TKM- ₹3,500 Crore.
- In Kiul Gaya Doubling Project, in FY 2024-25 Waris Aliganj- Nawada section (19.5 Km) commissioned on 02.07.2024 and Nawada- Tilaiyya section (17 Km) commissioned on 05.02.2025, with this Kiul Gaya Doubling Project (122.80 Km) has been successfully commissioned.
- Replacement of Mechanical Signalling by EI at 20 stations of Moradabad Division of Northern Railway- ₹241.34 Crore.
- Railway Track (In-Plant) Package No. 50) for 3.0 MTPA integrated steel plant at Nagarnar- ₹52.95 Crore

Following were some of the achievements of on-going major projects in India:

1. In connection with Mahanadi Coal Railway Limited, Phase- I (Angul-Balaram section-14 Km) project, the S&T work at Balaram yard has been commissioned on

07.09.2024 and handed over to East Coast Railway for operation.

2. In Railway Electrification Projects, IRCON has successfully completed 911 RKM including 12 Traction Sub-stations along with 132 KV Transmission line spanning 97 Km.
3. Signalling works of New Electronic Interlocking (EI)/ Alterations in EI or Route Relay Interlocking (RRI) commissioned at 81 stations.
4. In Katni-Singrauli Doubling Project, Vijaysota - Beohari section (30 Km) successfully commissioned on 22.04.2024 and Joba-Marwasgram section (8 Km) successfully commissioned on 07.10.2024.
5. In Katni Grade Separator Bypass Project, trial run on Katni UP Grade Separator between New Katangi Khurd Station to New Majhgawan Phatak (16 Km) successfully conducted on 31.03.2025.
6. In Akhaura-Agartala Rail Link Project, Nischintpur Yard-Agartala section (4 Km) new line successfully commissioned on 04.06.2024. With this commissioning entire Indian portion of 5.50 Km trans Bangladesh connectivity had been completed. Integration of newly developed Nischintpur Yard near Agartala Station in to the Indian Railway Network successfully completed on 24.03.2025.
7. In USBRL Project, Basindadhar-Sangaldan section (17 Km) new line successfully commissioned on 27.06.2024. With this commissioning entire scope of IRCON in USBRL New Line project has been completed.
8. Integrated Tunnel Communication works & VHF Tunnel Radio Communication System commissioned over 54 RKM & 108 Tunnel Km in USBRL Project, the largest such Network over Indian Railway.
9. In Coal Rail Connectivity Project, Jharkhand, Khurhagoda-Katkamsandi section (2.6 Km) new line successfully commissioned on 25.03.2025
10. In Bhoj Morbe Expressway Project Package-XVII of Vadodara Mumbai Expressway (VME) Project breakthrough of the LHS Tube of the 4.16 Km long twin-tube tunnel proposed in the project achieved successfully. This achievement, completed in just 485 days, marks the fastest tunnel breakthrough within the VME Projects.
11. In Mumbai Ahmedabad High Speed Rail, Package MAHSR C-7 08 number Via duct crossings approx. 18.20 Km of total Via Duct's length (One third of total) has been successfully completed.
12. In Sivok-Rangpo New Rail Line project, breakthrough of Tunnel T6 (3943 m) and Tunnel T4 (3948 m) successfully achieved.

## BOARD'S REPORT

13. In Sivok-Rangpo New Rail Line project, launching of 2X69 Open Web Girder of Bridge No.6 successfully completed. With this Girder launching of 7 out of 13 Major Bridges have been completed. Launching of 3X76.20 m Open Web Girders having combined weight of 985 MT, above 24 m from Ground level on Trestles. With this launching, Girder erection assembling of 8 Major Bridges completed in the project.
14. In Solar Project, 150 MW Solar Power commissioned (out of 500 MW Solar Power Plant) at Pavagada, Karnataka.
15. In Chennai Metro Rail Project, successful trial run of the priority section of Phase-II of the project had been conducted between Poonamallee depot and Mulliathotam station.

### INTERNATIONAL PROJECTS

In FY 2024-25, the contribution of international projects to the total revenue amounted to ₹339.10 Crore, which accounts for 3.33 % of the operating turnover. This is in comparison to ₹574.82 Crore in FY 2023-24, which represented 4.81% of the operating turnover.

### ONGOING PROJECTS

The Company is executing the following projects in foreign countries:

#### i. Bangladesh

The Company had signed an Agreement with Ministry of External Affairs (MEA), Government of India for providing Technical Advisory Services (TAS) for Construction of New Railway Line from Agartala (India) – Akhaura (Bangladesh) and Project Management Consultancy (PMC) for Construction in Bangladesh Portion. The construction contractor for the project is appointed by Bangladesh Railways for a contract value of BDT 240.9 Crore (equivalent to approx. ₹209.47 Crore). The work stands completed as on 30<sup>th</sup> June 2024 and is currently under DLP upto 30<sup>th</sup> June 2025. The Trial run was conducted on 30<sup>th</sup> October, 2023 and Project was inaugurated by Prime Ministers of both countries on 1<sup>st</sup> November, 2023.

#### ii. Algeria

The project was awarded by ANESRIF, the National Agency for the Planning and Implementation of Railway Investments, Ministry of public works and investments, Government of Algeria, at a value of Algerian Dinar 1,628 Crore (equivalent to approx. ₹1,003 Crore) with completion date of November 2012. The project involves the construction of the second line and upgradation of the existing lines, with a diversion of 10 km for the Relizane city, from the station Oued sly to the station Yellel in Algiers-

Oran section of Algerian Railways. The value of the contract, including additional works for the construction of the double line, has been revised to Algerian Dinar 3,241 Crore (equivalent to approx. ₹2,395 Crore).

Installation of 214 Km of track (out of the total 218 Km) has been completed. Balance 4 km is pending on account of hindrances to be cleared by the client .. Work on the existing line has also been started and a total stretch of 74.8 km out of 75 km of the existing line, 6 out of 7 station buildings are completed in all respects, and all the 10 major rail bridges in the project have also been completed. The project is expected to be completed by December 2025.

#### iii. Sri Lanka

##### (a) Upgradation of Railway Line from Maho Omanthai under Indian Line of Credit – Track Rehabilitation and ancillary works.

The Project was awarded on 29<sup>th</sup> April 2019 by Sri Lankan Railways, under the Ministry of Transport and Civil Aviation, Government of Sri Lanka, with a project value of US\$ 91.27 million (approximately ₹637.22 Crore) through competitive bidding with a completion period of 36 months, starting from the receipt of the advance payment on 29<sup>th</sup> November 2019. The project is financed by Exim Bank of India under the Indian Line of Credit. The contract completion date is set for 28<sup>th</sup> November 2022. However, the project experienced delays due to the Covid-19 pandemic, subsequent economic crises, political unrest, and protests in Sri Lanka.

The Project involves Upgradation of 128 Km BG railway line, in a Mega Traffic block in two phases, provided by the Sri Lanka Railways.

In the first phase, Upgradation of Anuradhapura to Omanthai section (63.0 KM) commenced in January 2023, and was completed and commissioned in July 2023. In the second phase, Upgradation of Maho to Anuradhapura (65 Km) began in January, 2024, and was completed and commissioned in September 2024. Finishing works are in progress.

Despite numerous challenges, including economic and fuel crises in Sri Lanka and unusual rainfall, IRCON successfully completed and commissioned the railway line from Maho to Omanthai within the allotted traffic blocks, maintaining exceptional quality and safety standards.

The upgradation will provide a safer, more comfortable, and reliable journey. The upgraded track will contribute to the modernization of Sri Lanka Railways, reduce travel time, boost tourism, and strengthen Indo-Sri Lankan relations.

## BOARD'S REPORT

The Maho-Omanthai Railway Line was ceremonially inaugurated on 6<sup>th</sup> April 2025 by Hon'ble Prime Minister of India Shri Narendra Modi, and His Excellency Shri Anura Kumara Dissanayake, President of the Democratic Socialist Republic of Sri Lanka.

**(b) Procurement of Design, Installation, Testing, commissioning, and certifying of Signaling and Telecommunication system from Maho Junction (Including) to Anuradhapura (Excluding) under Indian Line of Credit:**

This project was awarded on 4<sup>th</sup> December 2022 by Sri Lankan Railways, under the Ministry of Transport and Civil Aviation, Government of Sri Lanka, with a project value of US\$ 14.90 million (approximately ₹121.25 Crore) through competitive bidding. The contract agreement was signed on 21<sup>st</sup> September 2023. The completion period is 12 months from the receipt of the mobilization advance, with a defect liability period of 12 months and a warranty period of 36 months. The project will be implemented with grant assistance from India.

The scope of work includes the supply, installation, and commissioning of an electronic interlocking system at seven stations, along with single-line automatic block signaling for the Maho to Anuradhapura railway line. Additionally, it includes the construction of equipment rooms at seven stations and gate hut buildings at 20 locations.

The new advanced signaling system will enhance safety, reliability, line capacity, and simultaneous reception, minimizing train delays and reducing travel time.

The project was ceremonially launched on 6<sup>th</sup> April 2025 by Hon'ble Prime Minister of India Shri Narendra Modi, and His Excellency Shri Anura Kumara Dissanayake, President of the Democratic Socialist Republic of Sri Lanka.

**iv. Nepal**

In Nepal, the Company is executing the following two projects:

**(a) Construction of Broad Gauge (BG) line between Jogbani (India)- Biratnagar (Nepal) on Indo-Nepal border**

The project involves construction of new BG rail line from Bathnaha (India), Ch. 0.00 Km to Biratnagar (Nepal), Ch. 18.60 Km. The proposed alignment in Indian portion (5.45 Km) falls in Araria district of Bihar State under Katihar Division of North East Frontier Railways and proposed alignment in Nepal portion (13.15 Km) falls in Morang district of Nepal.

The revised value of contract of ₹484.59 Crore is under approval of the Ministry of External Affairs.

The section from Bathnaha (India) Ch. 0.00 Km to Nepal Custom Yard (Nepal) Ch. 6.70 Km has been commissioned for freight traffic on 1<sup>st</sup> June, 2023. The work is in progress in the remaining portion.

The overall progress of the project is approximately 86%.

**(b) Construction of BG Line by Gauge conversion Jayanagar (India) – Bijalpura (Nepal) with extension upto Bardibas on India Nepal Border**

The project involves construction of a new BG rail line from Jaynagar (India), Ch. 0.00 Km to Bijalpura (Nepal) Ch. Km 52.336 with extension up to Bardibas, Ch. Km 68.72. Out of the total proposed alignment, 2.975 Km falls in Madhubani district of Bihar state in India and 65.745 Km falls in Mahottari district of Nepal.

The revised estimate of ₹907.59 Crore is under approval of the Ministry of External Affairs.

Your Company on behalf of the Government of India has handed over the newly commissioned cross border rail section (Section-1) from Jayanagar (Km. 0.00) to Kurtha (Km. 34.90) to Government of Nepal on 22<sup>nd</sup> October, 2021 which was inaugurated through virtual mode by the Hon'ble Prime Minister of India and the Hon'ble Prime Minister of Nepal on 2<sup>nd</sup> April, 2022. The first phase of 34.9 Km Jaynagar (India) – Kurtha (Nepal) section is part of 68.72 Km Jaynagar-Bijalpura-Bardibas rail link being built under Government of India grant assistance of Nepalese Rupee 8.77 billion.

Section-2 from Km 34.900 to km 52.34, Kurtha-Bijalpura has also been completed and commissioned on 16<sup>th</sup> July 2023. In Section-3 from Km 52.34 to Km 68.72, Bijalpura-Bardibas, hindrance free land yet to be handed over by the Government of Nepal. The overall progress of the project is approximately 74%.

**v. Myanmar**

The Company has secured a project in Myanmar in FY 2022-23, for Balance work of construction of road from Paletwa (Myanmar) to Zorinpui (Mizoram) (Kaladan Road Project) under Kaladan Multi-Modal Transit Transport Project (KMMTT Project), from the Ministry of External Affairs, on EPC mode at a lump sum cost of ₹1,780 Crore. Construction of this project is intended to open up an alternate route to the North-East Region and connect Mizoram with Chin State of Myanmar at Zorinpui. The agreement for the execution of this project has been signed on 7<sup>th</sup> March, 2022 and the project is to be completed within 40 months from the date of the signing of the agreement.



## BOARD'S REPORT

During FY 2024-25, work recommenced on a 90 Km stretch (50 Km from Paletwa end (Myanmar) & 40 Km from Zorinpui end (India-Myanmar Border).

Due to ongoing armed conflicts between Myanmar Army and Insurgent groups, the whole alignment is controlled by one of the insurgent groups. The progress of work is adversely affected. At present, there is no permission to work from GOM and transportation of construction materials such as cement, steel, cement etc. and machinery from GOM. The work is being progressed from Zorinpui side through proper liaisoning with all the stake holders. The entire stretch of 109 km length has been connected with a single lane pathway/carriageway passing through dense forest.

In spite of adversity, IRCON has shown great resilience and commitment to continue with the work. Overall progress of the project is 15%.

### COMPANIES, JOINT VENTURE COMPANIES AND ASSOCIATE COMPANIES

A brief background on the eleven subsidiary companies and seven joint ventures companies of IRCON along with their financials and performance is given at **Appendix-B**.

In terms of the Company's Policy on the determining the "Material Subsidiary" and provisions of LODR Regulations, for the financial year ending March 31, 2025, none of the subsidiary company is a 'material subsidiary' i.e. whose turnover or net worth exceeds 10% of consolidated turnover or net worth respectively, of IRCON and its subsidiaries in the immediately preceding financial year i.e. March 31, 2024.

### COMPLIANCES OF PRESIDENTIAL DIRECTIVES

Presidential directives as issued from time to time on various matters like reservation policy for reserved category persons, SC/ST roster in the employment, revision in pay scale 2017 etc. have been complied with.

### OFFICIAL LANGUAGE

The Company is undertaking various novel and encouraging initiatives for extensive use of Hindi in the office. Some of them are: Pledge by all employees to work in Hindi completely on last Monday of every month.

- Rajbhasha Sanghosthi, Hindi Pakhwada is being conducted on a yearly basis in Corporate Office.
- Birthdays of employees are displayed on the plasma screen at the reception area as a gesture of appreciation and encouragement.

Regular quarterly meetings of Official Language Implementation Committee and quarterly workshops for effective use of the Hindi Technical system and official

language are being conducted. Under the auspices of NARAKAS, competitions are organized by IRCON every year. Every year, the IRCON corporate office organizes Hindi competitions for the children and family members of the employees. The bilingual facility has been introduced for computer systems and mobile phones used by officials of the Company. Bilingual formats have been made available at IRCON's internal website for use by the employees.

### COMPLIANCE OF RIGHT TO INFORMATION ACT, 2005

In accordance with the provisions of the Right to Information Act, 2005, IRCON has ensured the availability of updated information, including the names of the Appellate Authority, Central Public Information Officer, Assistant Public Information Officer and Zonal Public Information Officers on our website. We have promptly responded to the queries received within the specified time frame. These queries primarily pertained to service matters, recruitments, finance, contract, corporate social responsibility (CSR) and projects. The details of RTI cases have been regularly published on website of the Central Information Commission (CIC) on quarterly and annual basis.

During the year 2024-25, 143 applications and 29 first appeals were received and at the beginning of the year 08 applications and 05 appeals were under process for disposal within the allowable time limit (i.e. total 151 applications and 34 appeals during the year). Out of which, 142 applications (including opening balance of 08 applications) and 26 First Appeals were disposed of. As on 31.03.2025, 09 applications and 03 appeals were under process for disposal within the allowable time limit.

### COMPLIANCE OF IMPLEMENTATION OF PUBLIC PROCUREMENT POLICIES FOR MSEs AND PREFERENCE TO MAKE IN INDIA

The Company has in place a comprehensive Purchase Preference Policy since June 2012 which is in line with the Public Procurement Policy for Micro and Small Enterprises (MSEs) Amendment Order, 2022 notified by the Ministry of Micro, Small and Medium Enterprises (Ministry of MSME) under section 11 of Micro, Small and Medium Enterprises Development Act, 2006. IRCON uses Central Public Procurement portal (CPPP) and Government e-Marketplace (GeM) portal for its procurement, which provides facilitation of registration of MSEs firms registered with any statutory bodies specified by Ministry of MSME.

The Company has always encouraged local suppliers to participate in its tendering process and also promote them through training and hand holding programs. Our

## BOARD'S REPORT

continued pursuit in this direction has seen improved participation of small local players and socio-economic development of communities in and around operational locations.

IRCON has taken several steps for effective implementation of MSE policy in the tender documents for procurement of goods & services. The benefits include waiver of tender document fee and earnest money deposit and also includes the purchase preference policy as prescribed under the Public Procurement Policy for Micro and Small Enterprises (MSEs) Amendment Order, 2022.

The Company has been extensively following the guidelines of Government on procurement through Government e-Market place (GeM) and provisions are also made in tenders to promote "Make in India" directives of the Government of India by giving preference to the Class-I Local suppliers & calling of tenders upto ₹200 Crore through National Competitive Bidding in line with the Public Procurement (Preference to Make in India), Order 2017.

During the FY 2024-25, the Company has procured items valuing ₹31.34 Crore from MSE vendors against expenditure valuing ₹118.01 Crore (excluding the procurement of items which are beyond the scope of MSEs) towards material, stores & service, thereby achieving 26.56% procurement from MSEs against the compliance requirement of 25% as per the procurement policy.

The Company has conducted four Vendor Development Programs during FY 2024-25. Details are as under-

1. "National Level - Special Vendor Development Program" for Micro and Small Enterprises especially owned by SC/ST and Women entrepreneurs organized in IRCON Corporate Office on 12.12.2024.
2. National Level Special Vendor Development Program (VDP) in association with EEPIC India on 21.06.2024 through online VC mode.
3. National Level - Special Vendor Development Program" for Micro and Small Enterprises especially owned by SC/ST and Women entrepreneurs organized in IRCON Corporate Office on 11.03.2025.
4. Two days Vendor Development Programme cum industrial Exhibition at Lloyd Institute of Engineering, Greater Noida, Uttar Pradesh on 19<sup>th</sup> and 20<sup>th</sup> March 2025 organised by Ministry of MSME, MSME D.F.O, Okhla, New Delhi in association with IRCON.

In compliance with the Micro, Small and Medium Enterprise Development Act, 2006, the Company has onboarded with all the 4 nos. Trade Receivables Discounting System (TReDS) platform authorized by RBI, w.e.f. January 25, 2018, to facilitate the financing of trade receivables of MSEs by discounting of their receivables and realization

of their payment before the due date. A clause in General Conditions of Contract is incorporated for MSEs vendors willing to avail the facility.

### HUMAN RESOURCE DEVELOPMENT

IRCON recognizes that its employees are fundamental to its success and play a crucial role in safeguarding the organization's values and culture. The organization firmly believes that its achievements rely on the alignment and performance of its workforce, as well as maintaining a positive work environment. It is committed to establishing a collaborative, inclusive, and performance-driven atmosphere that fosters learning, growth, and overall employee well-being.

IRCON's Human Resource (HR) Philosophy revolves around empowering and nurturing employees, allowing them to reach their full potential, encouraging innovative ideas, and providing rewards based on performance. The company's work culture is characterized by openness and dynamism, empowering employees to take initiative in their roles with full support from top management.

At IRCON, the Human Resource Management (HRM) team is dedicated to recruiting, retaining, and developing the right people. They continuously strive to create an optimal work environment that is inclusive, open, diverse, and provides equal opportunities for all employees. The company has aligned its HR strategy, systems, and procedures with its business objectives, focusing on building competencies necessary for organizational success. This strategy serves as a motivating force for employees, bridging the gap between the company's future needs and individual aspirations.

IRCON maintains a performance-oriented culture where the contributions of every employee are measured and appropriately recognized. The Company has implemented a robust Performance Management System (PMS) that aligns with its philosophy of rewarding and acknowledging merit at all levels. This system supports the professional development of executives through a structured approach integrated into the company's performance appraisal process. IRCON takes pride in its highly motivated and competent human resources and acknowledges their significant contributions.

### MANPOWER STRENGTH

The total manpower strength of IRCON as on March 31, 2025, stood at 1182, (previous year 1270) which included 834 regular employees, 27 employees on deputation, 317 on contract (including service contract) and 04 on fixed tenure basis. Out of the total employees of the Company, 1140 are posted on Indian projects and 42 on international projects. Among 1182 employees, 1017 are technically and professionally qualified.

## BOARD'S REPORT

There was a total of 55 women employees as on March 31, 2025.

The overall income per employee for FY 2024-25 stood at ₹9.03 Crore as compare to ₹9.75 Crore in FY 2023-24.

During the year, the total newly employed personnel stood at 109 which included 42 regular employees, 4 employees on deputation, and 63 on contract (including service contract).

### RESERVATION IN EMPLOYMENT

The Company continues to give utmost importance to the implementation of the policies and directives of the Government of India in matters relating to reservations in the employment of candidates belonging to Scheduled Caste (SC) / Scheduled Tribe (ST) / other backward classes (OBC) and differently-abled categories. There was a total of 492 SC / ST / OBC and differently-abled employees as on March 31, 2025.

Further, during the FY 2024-25, out of the 42 employees inducted against regular posts, 24 belong to SC / ST / OBC/ EWS. Similarly, out of the 63 employees recruited against the contractual positions (including service contract), 19 belong to SC / ST / OBC / EWS (excluding service contract).

During the FY 2024-25, training has been given to 595 employees, out of which 238 belong to SC/ST/OBC and differently-abled categories. To ensure the welfare of these employee categories, the Company has appointed Liaison Officers.

The infrastructure of the Company is well built catering to the needs of differently-abled employees.

### TRAINING AND HUMAN RESOURCE DEVELOPMENT

IRCON puts a lot of emphasis on development and career progression of employees. Training programs are organised throughout the year. During the FY 2024-25, in-house training programmes across all levels of employees were organised. Professional programmes, workshops, and seminars organised by reputed and prestigious institutes / agencies were carefully identified in line with business needs of IRCON, and suitable officers were nominated for such programmes.

The Company has been continuously taking steps for building capacity of its human resource through training in functional and general management areas, contract and arbitration, leadership, information technology, basics of ISO standards. External faculty is arranged wherever required, and officials are nominated for carrying out workshops and seminars with reputed institutes. Employee Development has always been a priority for the Company, and various training and

development plans have been initiated from time to time. During the FY 2024-25, a total 1998 man- days training was imparted to officials of IRCON through workshops, seminars, conferences, in-house training and training in external institutes.

### EMPLOYEE WELFARE

The Company has adequate and robust schemes in place for the welfare of the employees. These are health cover, medical scheme, post-retirement medical scheme, post-retirement pension scheme, periodic health check-ups at regular intervals, allowances, self-lease for residential accommodation, educational scholarships to the wards of employees, a one-time educational grant for admission to professional degrees and diploma courses, educational awards to meritorious children of employees, educational assistance to the wards of deceased employees, assistance for marriage of daughters and dependent sisters of employees in non-executive categories, and resort facilities for employees and their family members on concessional rates through Dalmia and Sterling Resorts. IRCON is complying with provisions relating to the Maternity Benefit Act, 1961.

### DISCLOSURE AS PER THE SEXUAL HARASSMENT OF WOMEN AT WORKPLACE (PREVENTION, PROHIBITION AND REDRESSAL) ACT, 2013

Your Company is dedicated to creating a supportive and secure working environment for its women employees. The Company has implemented a comprehensive policy for the Prevention, Prohibition, and Redressal of Sexual Harassment at the Workplace, which applies to all employees, including regular employees, deputationists, temporary workers, ad-hoc employees, contract workers, daily wage workers, and individuals employed through agencies or contractors. This policy, along with its details, can be accessed on the Company's website. Furthermore, this policy extends to wholly-owned subsidiary companies of IRCON that are formed as Special Purpose Vehicles.

Your Company has ensured compliance with the provisions concerning the formation of the Internal Committee (IC) as mandated by the Sexual Harassment of Women at Workplace (Prevention, Prohibition, and Redressal) Act, 2013. The IC comprises five members, including four Company officials and one external member from an NGO. Additionally, provisions related to the prohibition of sexual harassment have been incorporated into the IRCON's Conduct, Disciplinary, and Appeal Rules.

IRCON has complied with provisions relating to the constitution of Internal Complaints Committee under the Sexual Harassment of Women at Workplace (Prevention,



## BOARD'S REPORT

Prohibition and Redressal) Act, 2013. Further, the desired details are as follows:

(a) number of complaints of sexual harassment received in the year	-	0
(b) number of complaints disposed off during the year	-	0
(c) number of cases pending for more than ninety days	-	0

### CORPORATE SOCIAL RESPONSIBILITY AND SUSTAINABILITY

In accordance with Section 135 of the Companies Act, 2013 and The Companies (Corporate Social Responsibility Policy) Amendment Rules 2021, IRCON has updated its CSR Policy duly approved by the Board of Directors of IRCON. CSR is essentially a way of conducting business responsibly and IRCON shall endeavor to conduct its business operations and activities in a socially responsible and sustainable manner at all times. IRCON will strive to contribute to inclusive growth and sustainable development with emphasis on development of weaker sections of society and in the Aspirational Districts of the country. As per broad objectives of the Policy, CSR activities are being implemented in project/ program mode, in areas or subjects specified in Schedule VII of the Act, on thrust areas of education and health care, in the periphery of project areas of IRCON (local area).

In accordance with the guidelines issued by the Department of Public Enterprises (DPE) through their Office Memorandum dated December 10, 2018, along with the update on March 15, 2024, CPSEs (Central Public Sector Enterprises) are required to follow a theme-based approach for their CSR activities. The Company allocates a minimum of 60% of their annual CSR budget for thematic programs and give preference to the Aspirational districts in their CSR initiatives. For the FY 2024-25, by adhering to these guidelines and embracing the chosen theme, we are actively working towards making a positive difference in society and contributing to the well-being of our communities.

Throughout the year, we implemented numerous CSR projects across 15 aspirational districts as listed by NITI Aayog. These initiatives included the provision of ambulances at the village level, the installation of drinking water machines and solar power plants in schools and other community spaces, and the execution of a Techno-Entrepreneurship Training Program for underprivileged students. Furthermore, we supported organic farming, provided skill development training in areas such as web designing, digital marketing, and beauty and wellness to underprivileged girls, contributed to awareness about

cleanliness of the Yamuna River, and offered self-defense training and wheelchair distribution.

In the FY 2024-25, Company has spent ₹14.15 Crore against the Allocated CSR Budget of ₹14.13 Crore. During the year, the Company provided nutritional supplements for the development of Anganwadi centers, conducted cervical cancer screenings and nutritional and eye check-up camps with the distribution of spectacles, offered OPD services and free cataract surgeries, and organized numerous medical camps.

The CSR Policy, which provides comprehensive guidelines for conducting CSR activities, is available on our Company's website: [www.ircon.org](http://www.ircon.org). Furthermore, the Annual Report on CSR & Sustainability activities, in compliance with Section 135 of the Companies Act, 2013, and the Companies (Corporate Social Responsibility Policy) Rules, 2014 is appended to this report, forming an integral part of it.

### QUALITY, HEALTH AND SAFETY

#### QUALITY MANAGEMENT SYSTEM

IRCON is a precursor Public Sector Organization in adopting the Quality Management System Certification in the domestic as well as International Markets. Quality Management System (QMS) has been successfully sustained and continually improved since 1996 when the Company as a whole was first certified for ISO 9002:1994 by TUV SUD Private Limited. IRCON has continued the certification and sustained the system as per the latest version of Quality Management Standards i.e. ISO 9001:2015 (by periodical re-certification audit after the expiry of every three years). Latest surveillance audit was conducted by TUV SUD South Asia Private Limited in the month of January, 2025, and the validity of the certificate is up to March, 2026.

#### OCCUPATIONAL HEALTH AND SAFETY MANAGEMENT SYSTEM

The Company established an Occupational Health & Safety Management System and was certified for ISO 45001:2004 in October, 2011. The latest Re-certification audit for ISO 45001:2018 was conducted by TUV SUD South Asia Private Limited in the month of October, 2024 and the validity of the certificate is up to December, 2027.

#### ENVIRONMENT MANAGEMENT

The Company established an Environment Management System (EMS) and was certified for ISO 14001:2004 in October, 2011. The latest surveillance audit for ISO 14001:2015 was conducted by TUV SUD South Asia Private Limited in the month of October 2024, and validity of the certificate is up to February 2026.

## BOARD'S REPORT

### CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND UPGRADATION

IRCON is conscious of the limited nature of conventional sources and the importance of using energy resources wisely. The Company has been consistently laying emphasis on utilizing energy efficient equipment in its office premises and in various projects so as to minimally affect the ecology and environment. Towards conservation of energy, IRCON has taken the following steps:

- a) IRCON has a total of 200 kW Grid Connected roof top Solar Power Plant installed at Corporate Office which is a considerable step to conserve energy and contributing to environment through usage of Green Energy. The total energy produced by this Solar Power plant shall be approximately 3,00,000 units annually which is ~25% of the energy being drawn from the electrical grid. IRCON has also installed a total of 75 kW Roof top Off Grid Solar Power Plant at its IRCON Tower, Gurugram thereby reducing energy consumption. Also, capacitor banks of 600 kVAR capacity have been installed at Corporate Office building and 1600 kVAR at IRCON's Gurugram Building to improve the power factor, which further reduces the Electrical Energy consumption by more than 10%.
- b) Furthermore, energy-efficient Light Emitting Diodes (LED) lights have been used for the internal lighting of Corporate Office building which also adds in considerable energy saving when compared with normal lights.
- c) Automatic / Dynamic Reactive Power Factor (APF) correction / compensation panels with Insulated Gate Bipolar Transistors (IGBT) technology of ~10.7 MVAR capacity have been designed and installed at the Receiving Substations (RSS) for Delhi-Ghaziabad-Meerut RRTS corridor of NCRTC project for RSS Energy Conservation. Moreover, the RSS Control Room Building is also constructed with highest rating of Indian Green Building Council (IGBC) standards to conserve energy. Further, Static Var Generators (SVGs) of ~135 MVAR capacities are also being installed in 500 MW Solar Project at Karnataka to provide dynamic reactive power compensation, thereby maintaining power factor & system stability and improving power quality injection into grid.
- d) IRCON has installed more than 20,000 LED lights at USBRL E&M Tunnel Projects which have reduced the energy consumption considerably. Moreover, IRCON has also installed energy efficient LED lights for energy conservation in various projects like Loco Shed at Bondamunda, Katni-Singrauli RE Project, etc. for reducing energy consumption.

- e) Capacitor Banks of 2400 kVAR capacity each have been installed at Baramulla, Qazigund & Budgam TSS (J&K) for USBRL RE project. Further, Capacitor Banks of 5500 kVAR capacity each have been installed in 12 Nos. TSS of various Railway Electrification projects. Moreover, for Tunnel Substations a total of 16 MVAR capacitor banks have also been installed to regulate the reactive power generation due to jet fans, thereby reducing energy consumption.

### STEPS TAKEN BY THE COMPANY FOR UTILISING ALTERNATE SOURCES OF ENERGY

The Company is utilizing the following as an alternate source of energy:

- a) Apart from installation of 200kW Roof top Solar Plant at IRCON's Corporate office, IRCON is also executing a major project for utilizing alternate sources of energy by Setting up a 500 MW Solar Photovoltaic Power Plant at Pavagada, Karnataka by using latest technology Monocrystalline Passivated Emitter and Rear Cell (PERC) Bi-facial Solar Photo Voltaic (SPV) Modules with Tracker technology & state-of-the art Robotic Cleaning which shall supply approximately 1,076 million Units per year to Railways.
- b) IRCON is also providing features similar to Green Buildings Constructions at Corporate Office, Gurugram building and its project offices thereby reducing the environmental impacts on water, materials, waste, energy and carbon emissions. IRCON has installed solar panels at various offices/projects; along with sensor lights & sensor taps to conserve electricity.
- c) IRCON has also installed Solar Power Photovoltaic Panels for its office Complex in Sangaldan (J&K) with a capacity of 110 kWp.

### CAPITAL INVESTMENT ON ENERGY CONSERVATION EQUIPMENT

IRCON has invested approximately ₹4.00 Crore for replacing the existing Heating, Ventilation & Air Condition (HVAC) System at Corporate office with new technology Energy Efficient Inverter Type Air Conditioning System which shall reduce the energy consumption by 25-30%.

Further, the old refrigerant of R-22 is replaced by the new technology refrigerant R-410A which is environment friendly and reduces the carbon emissions helpful in sustainable development.

### TECHNOLOGY ABSORPTION AND UPGRADATION EFFORTS MADE TOWARDS TECHNOLOGY ABSORPTION

The company has developed critical machineries, required for National High Speed Rail Project from

## BOARD'S REPORT

Ahmadabad to Mumbai, under Make-in-India program by guiding Indian Manufacturer's on the technical design and specific functional requirement of the track machines. These machines include Rail Feeder Car, Track Slab Laying Car, CAM Injection Car, Track motor Car, Trolley Wagons, Flash Butt Welding Machine, etc. These machines are specially developed in the same line as that of Japanese technological requirements.

In addition to above, State of the Art Factory for manufacturing J-slabs for ballastless track has also been set up for High-Speed Railway Track, being executed with Shinkansen Technology. Regression analysis of Reference PIN survey is being done indigenously which was earlier planned to be done by Japanese firm M/s Kaneko. Many components for the High Speed Track, such as, Reference PIN, CAM bags, Synthetic Resin Pads, adjustable pads, Insert C & D for J-slabs, have been developed indigenously reducing dependence on imported component and saving in foreign exchange.

### **BENEFITS DERIVED LIKE PRODUCT IMPROVEMENT, COST REDUCTION, PRODUCT DEVELOPMENT OR IMPORT SUBSTITUTION**

In this endeavor, IRCON has not only developed Indian manufacturers at par with Japanese design but also saved a significant cost to IRCON (more than ₹100 Crore) by getting these track machineries manufactured in India instead of procuring these machines from Japan. Apart from this, regression analysis of reference pin survey by Indian firm will also approx. ₹30 Crore.

### **IN CASE OF IMPORTED TECHNOLOGY (IMPORTED DURING THE LAST THREE YEARS RECKONED FROM THE BEGINNING OF THE FINANCIAL YEAR) – N.A.**

### **RESEARCH AND DEVELOPMENT**

The Company being primarily an EPC company does not undertake any pure research project but takes the help of consultants and firms to innovate and to develop methods and techniques to execute projects in a cost-effective manner, with requisite quality, to enhance the technical competence and efficiency.

### **INFORMATION TECHNOLOGY, ERP & CYBERSECURITY**

IRCON's Information Technology (IT) department serves as a cornerstone for both operational efficiency and strategic growth. Acting as a key enabler, the IT function significantly boosts employee productivity across the organization. In addition to managing data networks, enterprise software, and IT infrastructure procurement, the team plays a pivotal role in driving enterprise-wide initiatives—such as the implementation of SAP S/4HANA,

Toll Management Systems, and Project Management platforms etc.

A key highlight of our digital journey is the adoption of SAP S/4HANA as our Enterprise Resource Planning (ERP) backbone. This robust system streamlines our Finance, Controlling, and Human Resource Management operations, leading to company-wide information availability, increased transparency, and faster decision-making. We've further enhanced our financial reporting with SAP Business Objects (SAP BO), an analytical tool that provides automated, on-demand reports by fetching real-time data from SAP, which is crucial for preparing the Company's financial statements. The Employee Self-Service Portal, Finance, and HCM modules have been successfully rolled out across the entire organization, with Project Systems currently under implementation at various locations.

In a significant move towards a paperless environment, we've fully embraced the e-Office system. This initiative aligns with the Government of India's vision, digitizing approvals, file movements, and official documents, thereby replacing physical file systems with enhanced efficiency and security.

The IT team oversees the implementation, operation, and management of Highway Traffic Management Systems (HTMS), Toll Management Systems (TMS), and Weigh-in-Motion systems across our major highway projects. These systems are critical to ensuring the seamless operation of our highway infrastructure.

To ensure our core enterprise applications like e-Office run seamlessly, we've recently upgraded our data center infrastructure, incorporating cutting-edge HCI (Hyper-Converged Infrastructure) systems. This not only guarantees faster, more efficient, and secure use of these applications but also optimizes connectivity throughout our corporate office and project sites, maximizing our in-house IT talent. We've also installed AI face-reader-based biometric attendance systems and are integrating them with SAP for more accurate pur reporting. For enhanced efficiency and transparency in procurement, e-Procurement through the Government e-Market Place (GeM) and Central Public Procurement (CPP) Portal has been adopted across the organization.

Recognizing the evolving threat landscape, Cybersecurity remains a top priority. We've implemented a cloud-based Web Application Firewall (WAF) system to secure our company websites and web applications against potential cyber-attacks. We also regularly conduct employee training in AI, Cybersecurity, and core business domains to keep our workforce informed and skilled.



## BOARD'S REPORT

Our dedicated AI-based video conferencing facility is extensively used for critical operations like review meetings with project offices, training sessions, promotion interviews, and managing contract issues, ensuring effective remote collaboration.

### CORPORATE GOVERNANCE

The Company places great emphasis on adhering to corporate governance guidelines and best practices, recognizing their significance in enhancing long-term shareholder value and upholding minority rights. It considers it a fundamental obligation to provide timely and accurate information regarding the Company's operations, performance, leadership, and governance.

In compliance with Regulation 34 of the LODR Regulations and DPE Guidelines on Corporate Governance for Central Public Sector Enterprises issued in May 2010, the Corporate Governance Report, along with the compliance certificates of Corporate Governance norms under the aforementioned LODR Regulations and DPE Guidelines, is attached and constitutes an integral part of this report.

### BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

As on March 31, 2025, the Company had six directors out of which four are whole-time directors [Chairman & Managing Director, Director (Finance), Director (Works) and Director (Projects)] and two are Government Nominee Directors.

The Company has requested the Ministry of Railways for appointment of requisite number of Independent Directors in order to comply with the statutory requirements. Pursuant to Section 203 of the Companies Act, 2013, the Board of Directors had designated Chairman & Managing Director (CMD) as Chief Executive Officer (CEO) and all the Whole-time Directors and Company Secretary as Key Managerial Personnel (KMP) of the Company. The senior most finance official of the Company is designated as Chief Financial Officer (CFO) and KMP.

#### Board Of Directors & Key Managerial Personnel (KMP) as on March 31, 2025

The Board of Directors of the Company as on March 31, 2025 were Executive (Functional) Directors viz.- Shri Hari Mohan Gupta (DIN: 08453476), Chairman & Managing Director & CEO, Smt. Ragini Advani (DIN: 09575213), Director (Finance), Shri Parag Verma (DIN: 05272169), Director (Works), Shri Anand Kumar Singh (DIN: 07918656), Director (Projects); Part- time (Official) Directors viz. Shri Anand Bhatia (DIN: 10937265) and Shri Anupum Singh, (DIN: 10637375), being Government Nominee Directors.

In addition to the CEO and whole-time directors, other

KMPs, as on March 31, 2025 were Shri Alin Roy Choudhury, Chief General Manager (Finance) & CFO and Smt. Pratibha Aggarwal, Company Secretary.

### Appointments and cessation of the Directors and KMPs during and after close of the FY 2024-25

#### CHANGES IN THE POST OF CHAIRMAN & MANAGING DIRECTOR

In terms of order no. 2023/E(O)II/40/15 dated 1<sup>st</sup> July, 2024 of the Ministry of Railways, Shri Hari Mohan Gupta (DIN: 08453476) was appointed as the Chairman and Managing Director (Additional Director) of the Company from the date of his assumption of charge of the post and till the date of his superannuation i.e. 30.06.2026 or until further orders, whichever is earliest. Shri Hari Mohan Gupta has assumed the charge of the post of CMD with effect from 1<sup>st</sup> July 2024. Further, Shri Hari Mohan Gupta was regularised as the Chairman and Managing Director at the last Annual General Meeting of the Company held on 12<sup>th</sup> September 2024.

In terms of order No. 2020/E(O)II/40/2 dated 26<sup>th</sup> April, 2024 of the Ministry of Railways, Shri Ashish Bansal, IRSE, PED/Tr. (M&MC), Railway Board [DIN: 10328174] has been entrusted with the additional charge of the post of Chairman & Managing Director, IRCON in addition to his own duties w.e.f. 29<sup>th</sup> April, 2024, till the appointment of regular incumbent to the post or until further orders, whichever is earlier. Consequently, Shri Brijesh Kumar Gupta, Additional Member (CE), Railway Board [DIN: 10092756] has relinquished the additional charge of the post of Chairman & Managing Director, IRCON w.e.f. 29<sup>th</sup> April, 2024 and pursuant to Order No.2022/PL/57/10 dated 16<sup>th</sup> March, 2023 of the Ministry of Railways, Shri Brijesh Kumar Gupta, Additional Member (CE), Railway Board [DIN:10092756] has been re-designated as Government Nominee (Part-Time Official) Director of the Company, w.e.f. 29<sup>th</sup> April, 2024.

#### CHANGES IN THE POST OF FUNCTIONAL DIRECTORS

Shri Parag Verma (DIN: 05272169), ceased to be Director (Works) with effect from 30<sup>th</sup> April 2025, upon attaining the age of superannuation.

In terms of order no. 2021/E(O)II/40/23 dated 7<sup>th</sup> May, 2025 of the Ministry of Railways, Shri Naresh Chandra Karmali (DIN: 09103211), IRSE, PED/GS, Railway Board, entrusted with the additional charge of the post of Director (Works) (Additional Director), IRCON, in addition to his own, with effect from the date of assumption of charge and until further orders. Further, Shri Karmali has assumed the charge of the post of Director (Works) with effect from 9<sup>th</sup> May, 2025. Accordingly, as per further order of Ministry of Railways no. 2024/E(O)

## BOARD'S REPORT

II/40/4 dated 15<sup>th</sup> May 2025, Shri Naresh Chandra Karmali, has relinquished the additional charge of the post of Director (Works), IRCON with effect from 15<sup>th</sup> May 2025.

In terms of order no. 2024/E(O)II/40/4 dated 15<sup>th</sup> May 2025 of Ministry of Railways, Shri Ajit Kumar Mishra (DIN: 11108237), has been appointed to the post of Director (Works) (Additional Director) for a period of 5 years from the date of assumption of charge of the post or until further orders, whichever is earlier. Shri Mishra has assumed the charge of the post of Director (Works) with effect from 15<sup>th</sup> May 2025. Shri Ajit Kumar Mishra is proposed to be regularized as Director (Works) of the Company at the ensuing Annual General Meeting of the Company.

### CHANGES IN THE POST OF PART-TIME (OFFICIAL) DIRECTOR/GOVERNMENT NOMINEE DIRECTOR

In terms of order no. 2022/PL/57/10 dated 6<sup>th</sup> November, 2024 of Ministry of Railways, Shri Anupum Singh (DIN: 10637375), ED CE (B&S)-II, Railway Board, has been appointed as Government Nominee (Part-Time Official) Director (Additional Director) of the Company with effect from 6<sup>th</sup> November, 2024, till he hold the post of ED CE (B&S)-II, Railway Board or further orders, whichever is earlier. Shri Anupum Singh is proposed to be regularized at the ensuing Annual General Meeting of the Company.

Shri Dhananjaya Singh (DIN: 08955500), ED/GS (Civil)-II, Railway Board, ceased to be Government Nominee (Part-Time Official) Director of the Company with effect from 6<sup>th</sup> November 2024, in terms of order of Ministry of Railways.

Shri Brijesh Kumar Gupta (DIN: 10092756), Additional Member (CE), Railway Board ceased to be Government Nominee (Part-Time Official) Director of the Company with effect from 31<sup>st</sup> December 2024, upon attaining the age of superannuation.

In terms of order no. 2022/PL/51/10 dated 28<sup>th</sup> January, 2025 of Ministry of Railways, Shri Anand Bhatia [DIN: 10937265], Addl. Member (CE), Railway Board has been appointed as Government Nominee (Part-Time Official) Director (Additional Director) of the Company with effect from 4<sup>th</sup> February, 2025 till he holds the post of Addl. Member (CE), Railway Board or further orders, whichever is earlier. Shri Anand Bhatia is proposed to be regularized at the ensuing Annual General Meeting of the Company.

### CHANGES IN INDEPENDENT DIRECTORS

Shri Dipendra Kumar Gupta [DIN: 09398271], Shri Ajay Kumar Chauhan [DIN: 09394953] and Smt. Ranjana Upadhyay [DIN: 07787711], were ceased to be Independent [Part-time (Non-official)] Directors of the Company upon

completion of their respective tenures on November 08, 2024 and Dr. Kartik Chandulal Bhadra (DIN: 09453387), was ceased to be Independent [Part-time (Non-official)] Director of the Company upon completion of his tenure on December 28, 2024.

In terms of order no. 2024/PL/57/38 Pt-1 dated 13<sup>th</sup> May, 2025 of Ministry of Railways, Shri Thangavel Varadharajan (DIN: 08556664) has been appointed as an Independent [Part-time (Non-official)] Director (Additional Director) on the Board of the Company for a period of three (3) years with immediate effect or until further orders, whichever is earlier. The appointment of Shri Thangavel Varadharajan is effective from 15.05.2025 i.e. date of registration of name to the Data Bank of Independent Directors maintained with Indian Institute of Corporate Affairs (IICA). Shri Thangavel Varadharajan, is proposed to be regularized at the ensuing Annual General Meeting of the Company.

### CHANGES IN THE KMPs

During the financial year 2024-25, Shri Mugunthan Boju Gowda, Chief Financial Officer & KMP, IRCON, ceased to be a Chief Financial Officer and Key Managerial Personnel of the Company w.e.f. December 31, 2024, due to his repatriation to the Ministry of Railways. The Board of Directors of the Company had appointed Shri Alin Roy Choudhury, Chief General Manager (Finance) as Chief Financial Officer and Key Managerial Personnel of IRCON w.e.f. January 01, 2025.

The complete details of appointment / relinquishment of post by the Directors and other related details are provided in the Corporate Governance report forming part of Annual Report.

### INDEPENDENT DIRECTORS' DECLARATION

The Company has received necessary declaration from Independent Directors that they meet the criteria of independence as laid out in Section 149(6) of the Companies Act, 2013 and Regulations 16(1)(b) and 25(8) of the LODR Regulations and that they have registered themselves with the databank of Independent Directors maintained by the Indian Institute of Corporate Affairs under the Ministry of Corporate Affairs as per Rule 6 of Companies (Appointment and Qualification of Directors) Rules, 2014. The declarations have been noted by the Board of Directors.

### RETIREMENT OF DIRECTORS BY ROTATION

In terms of Section 152 of the Companies Act, 2013, the provisions in respect of retirement of Directors by rotation will not be applicable to the Independent Directors. In view of this, all directors (other than the Independent Directors) are considered for retirement by rotation. Accordingly, as per provisions of the Companies Act,

## BOARD'S REPORT

2013, Shri Anand Kumar Singh, Director (Projects), is liable for retirement by rotation at the ensuing Annual General Meeting (AGM) of the Company and being eligible, offer himself for re-appointment.

The details of such Director seeking re-appointment / appointment at the ensuing AGM are contained in the Notice convening ensuing AGM of the Company.

### BOARD & COMMITTEE MEETINGS

#### Board Meetings:

The Board met nine (9) times during the FY 2024-25, on April 19, 2024; May 21, 2024; July 18, 2024; August 08, 2024; September 20, 2024; November 7, 2024; December 18, 2024; February 11, 2025; and March 26, 2025. The intervening gap between the meetings was within the period prescribed under the Companies Act, 2013, DPE Guidelines and LODR Regulations.

During the FY 2024-25, all the meetings of the Board were held at the Company's Registered Office, in New Delhi, through physical and Video Conferencing mode.

#### Committee meetings:

Your Company's Board has the following committees:

1. Audit Committee
2. Nomination & Remuneration Committee
3. Stakeholders' Relationship Committee
4. Risk Management Committee
5. Corporate Social Responsibility & Sustainability Committee
6. Project Progress Review Committee

During the FY 2024-25, the Audit Committee of the Board met seven (7) times, the Nomination & Remuneration Committee met six (6) times, Stakeholders' Relationship Committee met one (1) time; Risk Management Committee of the Board met two (2) times; the Corporate Social Responsibility & Sustainability Committee met four (4) times, and the Project Progress Review Committee met one (1) time.

Details of constitution, terms of reference of the Committees, and attendance of Directors at meetings of the Committees are provided in the Corporate Governance Report forming part of Annual Report.

### SEPARATE MEETING OF INDEPENDENT DIRECTORS

In compliance with the provisions of Regulation 25(3) of LODR Regulations, Schedule IV of the Companies Act, 2013 and guidelines issued by DPE, one separate meeting of Independent Directors was held on November 08, 2024 without the presence of other Board Members.

### SELECTION OF NEW DIRECTORS AND BOARD MEMBERSHIP CRITERIA

IRCON being a Government Company, the appointment of directors on its Board is made by the Hon'ble President of India through the Administrative Ministry, Ministry of Railways. The key qualifications, skills, expertise and attributes of the Directors is included in the Corporate Governance Report.

### PERFORMANCE EVALUATION

The Ministry of Corporate Affairs (MCA) has, vide its notification dated June 05, 2015, notified the exemptions to Government Companies from certain provisions of the Companies Act, 2013 which inter-alia provides that Section 134(3)(p) regarding a statement indicating the manner of formal annual evaluation of Board, shall not apply to Government Companies in case the Directors are evaluated by the Ministry which is administratively in charge of the Company as per its evaluation methodology. Further, the aforesaid circular issued by the MCA has also exempted sub-section (2), (3) & (4) of Section 178 of the Companies Act, 2013 regarding the appointment, performance evaluation and remuneration for Government Companies.

Further, MCA vide its notification dated July 05, 2017 has made an amendment in the Schedule IV of the act, whereby it has exempted Government Companies from complying with the requirement of performance evaluation by the Independent Directors of Non-Independent Directors and Chairman and performance evaluation of the Independent Director by the Board if the concerned department or ministries have specified the requirements.

In this regard, the DPE has already laid down a mechanism for performance appraisal of all Functional Directors. The performance evaluation of Functional Directors is done through a system of Annual Performance Appraisal Report (APAR) by MoR. Further, the performance evaluation of the Company is done through the evaluation of the Memorandum of Understanding (MoU) entered with MoR, and the said evaluation is submitted to DPE through the Administrative Ministry. The MoU targets are cascaded down and form an integral part of the performance appraisal of the individuals and the team. The internal MoU covers various parameters including financial, non-financials and compliances of government guidelines etc.

In respect of Government Nominee Directors, their evaluation is done by the MoR as per the procedure laid down. Since Independent Directors are also appointed by the Government of India, their evaluation is also done by the Ministry of Railways and finally by the Department of Public Enterprises.



## BOARD'S REPORT

### REMUNERATION POLICY FOR THE BOARD AND SENIOR MANAGEMENT

As a Government Company, IRCON follows the guidelines issued by the Department of Public Enterprises (DPE) for determining the remuneration of its functional directors, senior management officials, and other employees. The Company has placed the salient features of its remuneration policy for key managerial personnel and employees on its website ([www.ircon.org](http://www.ircon.org)) under the HRM and Career Sections, as required by Section 178(4) of the Companies Act, 2013.

The remuneration policy of the Company, as well as the procedures and policies for the appointment of Senior Management, are reviewed and recommended by the Nomination & Remuneration Committee before being approved by the Board of Directors.

Furthermore, under Section 197 of the Companies Act, 2013, and Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, listed companies are required to disclose specific details of directors' remuneration in the Board's Report. However, Government Companies, including IRCON, are exempted from complying with this provision as per Notification No. GSR 463(E) dated June 5, 2015, issued by the Ministry of Corporate Affairs.

Therefore, such details are not included in the Board's Report of IRCON. However, the remuneration paid to directors during FY 2024-25 is disclosed in the Corporate Governance Report.

### INTERNAL CONTROL SYSTEMS

The Company has implemented robust financial controls in accordance with the provisions of the Companies Act, 2013. These internal financial controls over financial reporting are functioning effectively. The controls are designed to ensure the maintenance of accurate accounting records, promote the orderly conduct of business operations in compliance with company policies, safeguard company assets, prevent and detect fraud and errors, and ensure the reliability of financial and operational information. The internal control system, which includes Internal Financial Controls over Financial Reporting, undergoes periodic reviews, and necessary adjustments are made to align with evolving business needs.

Further, information about the internal control system can be found in the Management Discussion and Analysis Report.

### INTERNAL CODE OF CONDUCT FOR PREVENTION OF INSIDER TRADING

Your Company has adopted an 'Internal code of conduct

for prevention of insider trading in dealing with securities of the Company' (Code of Conduct), to regulate, monitor and report trading by designated persons and their immediate relatives and code for practices and procedures for fair disclosure of Unpublished Price Sensitive Information (UPSI) as per the requirement under SEBI (Prohibition of Insider Trading) Regulations, 2015. The Code of Conduct aims that the insiders of the Company shall not derive any benefit or assist others to derive any benefit from the access to and possession of UPSI about the Company which is not in the public domain and thus constitutes insider information.

The Code of Conduct as approved by the Board has been posted on the website of the Company, i.e., [www.ircon.org](http://www.ircon.org) under the head Codes and Policies in the Investor Relations section.

### RISK MANAGEMENT

The Company has an elaborate Enterprise Risk Management (ERM) framework, including risk management policy for risk identification and its mitigation.

As per the LODR Regulations, the Company is having a Board level Risk Management Committee, which, as on March 31, 2025, comprised of Director (Works) as Chairman, Director (Finance), Director (Projects), and Shri Anupum Singh, Government Nominee (Part-time Official) Director as members. Details of the Risk Management Committee are provided in the Corporate Governance Report.

The Details of the Risk Management System are provided in the Management Discussion and Analysis Report.

### WHISTLE BLOWER POLICY / VIGIL MECHANISM AND VIGILANCE ACTIVITIES

Being a Government Company, the Company has a separate Vigilance Department which deals with fraud or suspected fraud involving employees/representatives of suppliers, contractors, consultants, service provider or any other party doing business with the Company. Whistle Blower and Fraud Prevention and Detection Policies have been approved by the Board of Directors and are available on the website of the Company. The Company has in place the necessary vigil mechanism for employees and directors to report to the Management concerns about unethical behavior, actual or suspected fraud, violation of the Company's Code of Conduct or ethics policy and instances of a leak of unpublished price sensitive information. If one raises a concern under this Policy, the complainant will not be at risk of suffering any form of reprisal or retaliation (including discrimination, reprisal, harassment or vengeance) in any manner. No person has been denied access to the Chairman &

## BOARD'S REPORT

Managing Director, IRCON or to Chairman of the Audit Committee.

The Vigilance Department plays an advisory role to the top management in matters pertaining to vigilance. It is headed by a full-time Chief Vigilance Officer (CVO) appointed by the Appointments Committee of the Cabinet (ACC) in consultation with Central Vigilance Commission (CVC).

The Department ensures implementation of laid down guidelines/procedures through preventive checks of tenders and contracts, execution of works, and other functions as well as carry out investigations into complaints. During FY 2024-25, the Department has carried out 01 surprise inspection and 05 periodic inspections on high-value projects. Apart from surprise and periodic inspections department has carried out 05 preventive check on tenders floated from the corporate/project office. Chief Technical Examiner's Organization (Technical wing of Central Vigilance Commission) has also carried out inspection & extensive investigation of 03 Project.

Complaints raised against officials and procedures, etc., by various Authorities (such as CVC/Railway Board Vigilance, CBI, Prime Minister's Office, etc.,) and received from other sources were investigated to their logical conclusion.

During FY 2024-25, the Department has received a total of 24 Nos. complaints and 2 complaints were of previous year. Total 22 Nos. complaints were disposed off in the year 2024-25 including that of previous years. Nature of Complaints includes irregularities during tendering, execution of contract, anonymous & pseudonymous and quality related issues. Also steps were taken for closure of Paras raised by the Chief Technical Examiner's Organization (CTEO). In addition, scrutiny of immovable property returns of employees, creating awareness on rules/procedures/common irregularities in execution through workshops, training, debate, competitions, etc., have been the prime activities of the Department.

As a step towards 'Leveraging of Technology' for better transparency, online services are efficiently running since years viz, submission of immovable Property Returns since 2012-13; online Vigilance Clearance since April 1, 2014 through the intranet portal; and filing of vigilance complaints since December 2012. Further, E-Procurement has already been started w.e.f. July 1, 2013 in the organization in a comprehensive manner for achieving transparency for all value of the work.

IRCON has adopted Integrity Pact (IP) as recommended by the Central Vigilance Commission (CVC) on June 24, 2014, for tenders/contract for works and supply with an estimated value of ₹5 Crore and above on all Indian

Projects. The Integrity Pact is made a compulsory document in the conditions of model e-Procurement Documents for all works. IRCON has implemented this Integrity Pact which is a tool developed by Transparency International and it ensures that all activities and transactions between a Company or Government Departments and their Suppliers are handled in a fair, transparent and corruption-free manner.

As per the provision of Integrity Pact and relevant guidelines of Central Vigilance Commission, Shri Virendra Kumar Saxena, retired IRS, has been appointed on December 24, 2024 as an Independent External Monitor (IEM-3) as per revised SOP. Lt. General Harsha Gupta has been appointed as an Independent External Monitor (IEM-2) on July 04, 2024 for 3 years and Shri Madhusudan Prasad, retired IAS-1981 has been appointed on 18.11.2023 as Independent External Monitor (IEM-1) to receive any complaints from the bidders and submit the investigation report.

Vigilance strives to achieve its objective of promoting an impartial, fearless, and transparent environment in the functioning of the organization by taking steps to prevent unethical practices.

### RELATED PARTY TRANSACTIONS

Pursuant to the provisions of Section 177 and 188 of the Companies Act, 2013 (the Act) and LODR Regulations, prior approval of the related party transactions wherever applicable are taken from the Audit Committee / Board as applicable. Prior omnibus approval of the Audit Committee is also obtained on yearly basis for various Related Party Transactions between IRCON or any of its subsidiaries on one hand and a related party of the IRCON or any of its subsidiaries on the other hand in the ordinary course of business valuing not exceeding ₹1 Crore for each contract / agreement / transaction in a financial year. The transactions, if any, entered into pursuant to the omnibus approval granted, are placed before the Audit Committee on a quarterly basis. Approval of specific related party transactions other than those covered under the Omnibus approval are also obtained from the Audit Committee/ Board in compliance with the requirement of the Companies Act, 2013 and LODR Regulations.

In pursuance to Section 134(3)(h) of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014, the "Disclosure of particulars of contracts / arrangements entered by the Company with related parties including certain arms-length transactions" are disclosed in Form AOC-2 and is annexed to this Report.

The Related Party Transaction Policy of the Company as approved by the Board is uploaded on the website of the Company, i.e., [www.ircon.org](http://www.ircon.org) under the head Codes and Policies in the Investor Relations section.

## BOARD'S REPORT

### DIRECTORS' RESPONSIBILITY STATEMENT

The Board of Directors of the Company confirms:

- that in the preparation of the financial statements, the applicable accounting standards had been followed except as otherwise stated in the annual financial statements and there has been no material departure;
- that such accounting policies were selected and applied consistently and such judgments and estimates were made that are reasonable and prudent so as to give a true and fair view of the state of affairs of the Company for the financial year ended on March 31, 2025, and of the profit of the Company for the FY 2024-25;
- that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013, for safeguarding the assets of the company and for preventing and detecting fraud and other irregularities;
- that the financial statements have been prepared on a going concern basis;
- that internal financial controls were adequate and operating effectively; and
- that proper system has been devised to ensure compliances with the provisions of all applicable laws and that such systems were adequate and operating effectively.

### BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

The "Business Responsibility and Sustainability Report" (BRSR) in compliance with the provisions of Regulation 34 of the LODR Regulations, in the format prescribed by SEBI forms part of the Report. The report describes the initiatives taken by IRCON from an environmental, social and governance perspective.

### MOU RATING / AWARDS

In line with the Department of Public Enterprises (DPE) guidelines, the Ministry of Railways and IRCON International Limited (IRCON) annually sign a Memorandum of Understanding (MoU). This MoU specifies selected parameters and targets for the respective financial year. The performance of IRCON is subsequently assessed at the year's end based on the achievement of these targets.

For the financial year 2023-24, IRCON received an 'Excellent' rating based on its performance evaluation against the MoU parameters.

As per 2024 edition of USA's Engineering News Record (ENR), IRCON is the only Indian PSU to make it to the list

of top 250 International Contractors as well as top 250 Global Contractors. Further in the Business Standard BS 1000 Annual Magazine released in March 2025, IRCON has been ranked 132 in 2024 by total revenue, and stands at 8<sup>th</sup> position under the 'Construction and Infrastructure' Sector. IRCON is also ranked 192<sup>nd</sup> in 2024 in the list of fortune India 500.

IRCON has been awarded several prestigious awards. Some of the significant awards and accolades won during the year 2024-25 are mentioned below:

- 15<sup>th</sup> CIDC Viswakarma Award 2024 for Mokama Rail Bridge Project for Category Construction Health, Safety & Environment.
- Dun & Bradstreet award for 'Contract & Construction and Tech. Consultancy Services (Central PSU)' Category.
- 232<sup>th</sup> rank in the list of Top 250 International Contractors published by ENR Survey 2024.
- 207<sup>th</sup> rank in the list of Top 250 Global Contractors published by ENR Survey 2024.

### AUDITORS

#### STATUTORY AUDITORS

The Comptroller & Auditor General of India (C&AG) has appointed M/s Ramesh C. Agrawal & Co., Chartered Accountants, New Delhi (Firm Registration No.001770C) as the single Statutory Auditors of the Company, for FY 2024-25, except for the following foreign projects for which C&AG has approved the appointment of the following as statutory auditors:

#### BRANCH AUDITORS FOR INTERNATIONAL PROJECTS

Mr. Kerbal Athmane	Algeria Project
M/s Jayasinghe & Co.	Sri Lanka Project
M/s Toha Khan Zaman & Co.	Bangladesh Project
My Asia Consulting Co. Ltd.	Myanmar Project

#### COST AUDITORS

In pursuant to the provisions of Section 148 of the Companies Act, 2013 and rules made thereunder, the Company has maintained the cost records of the Company. The Board of Directors has appointed M/s Bandyopadhyaya Bhaumik & Co., Cost Accountants, (having firm Registration No. 00041) as Cost Auditor of the Company for the FY 2024-25 for conducting the audit of cost records.



## BOARD'S REPORT

### SECRETARIAL AUDITORS

In pursuant to the provisions of Section 204 of the Companies Act, 2013 and Regulation 24A of the LODR Regulations, the Board of Directors has appointed M/s VAP & Associates, Company Secretaries in practice (Certificate of Practice No. 13901) as the Secretarial Auditors for conducting Secretarial Audit of the Company for the FY 2024-25.

### INTERNAL AUDITORS

The Board of Directors have appointed following Internal Auditors for the Indian & Foreign Projects for the FY 2024-25:

Sl. No.	Region / Audit Circles	Internal Auditors
1.	Corporate Office Region (including Foreign Project viz. Algeria Project)	M/s A.M.A.A. & Associates, Chartered Accountants
2.	Northern Region	M/s A.M.A.A. & Associates, Chartered Accountants
3.	Eastern Region (including foreign projects viz. Myanmar Road Project, Khulna Mongla Bangladesh, Ishrudi Darsana Bangladesh S&T, and Bhairab Railway Bridge (JV) Project Bangladesh)	M/s Sen & Ray, Chartered Accountants
4.	Mumbai Region (including Foreign Project viz. Upgradation of Railway Line, Maho to Omanthai, Sri Lanka)	M/s J. Singh & Associates, Chartered Accountants
5.	Patna Region	M/s Gupta Sachdeva & Associates, Chartered Accountants
6.	J & K Region	M/s Baweja & Kaul, Chartered Accountants

### PARTICULARS OF LOANS, GUARANTEES OR INVESTMENTS

IRCON is engaged in the business of providing

infrastructure facilities and is exempted from compliance with all the provisions of Section 186 [except sub-section (1) to Section 186] in terms of Section 186(11)(a) read with Schedule VI of the Companies Act, 2013.

The details of investments made, loans granted, and guarantees extended by the Company to its subsidiary and joint venture companies during the FY 2024-25 forms part of the notes to the standalone financial statements provided in the Annual Report.

### DEPOSITS

The Company did not accept any deposits from the public during the financial year.

### OTHER DISCLOSURES

#### Extract of Annual Return

Pursuant to Section 92(3) and 134(3)(a) of the Companies Act, 2013, the Annual Return of the Company as at March 31, 2025 is placed on the website of the Company at [www.ircon.org](http://www.ircon.org), under the Investor Relations section.

### INVESTOR EDUCATION AND PROTECTION FUND (IEPF)

The Company has complied with the provisions relating to the Investor Education and Protection Fund (IEPF) under the Companies Act, 2013 and the rules made thereunder. Company Secretary is the nodal officer to deal with the IEPF Authorities and compliances related thereto.

No amount is due for transfer to IEPF and details of unclaimed dividend as on March 31, 2025 are available on the website of the Company, and this is also disclosed in the Corporate Governance report. Further, the Company does not have shares in Demat Suspense Account/ Unclaimed Suspense Account/ Unclaimed Dividend Account and the same has been disclosed in the Corporate Governance report.

### SECRETARIAL STANDARDS

During the financial year, the Company is in compliance with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI).

### SIGNIFICANT MATERIAL ORDERS PASSED BY THE REGULATORS OR COURTS OR TRIBUNALS IMPACTING THE GOING CONCERN STATUS AND COMPANY'S OPERATIONS IN FUTURE

No order has been passed by the Regulators or Courts or Tribunals impacting the going concern status of the Company and its operations in future during the FY 2024-25.

#### **DETAILS OF APPLICATION MADE OR ANY PROCEEDINGS PENDING UNDER THE INSOLVENCY AND BANKRUPTCY CODE, 2016 DURING THE YEAR ALONG WITH THEIR STATUS AS AT THE END OF THE FINANCIAL YEAR**

There are no proceedings initiated/pending against your Company under the Insolvency and Bankruptcy Code, 2016 during the FY 2024-25 which will have material impact on the business of the Company.

#### **CHANGE IN THE NATURE OF BUSINESS**

There was no material change in the nature of business of the Company during the FY 2024-25.

#### **DIVIDEND DISTRIBUTION POLICY**

In terms of Regulation 43A of LODR Regulations and the guidelines on "Capital Restructuring of Central Public Sector Enterprises" issued by the DIPAM, the Board of Directors of the Company has formulated and adopted the Dividend Distribution Policy. The Policy is hosted on the website of the Company, i.e., [www.ircon.org](http://www.ircon.org) under the head Codes and Policies in the Investor Relations section.

#### **SECRETARIAL AUDIT REPORT AND MANAGEMENT RESPONSE THERETO**

The "Secretarial Audit Report" from the secretarial auditor in Form MR-3 as required under Section 204 of the Companies Act, 2013 read with rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 forms part of this report.

The Management Response on the qualification in the Secretarial Auditor Report and compliance of conditions of Corporate Governance for the FY 2024-25 forms part of this report.

#### **STATUTORY AUDITORS' REPORT AND C&AG COMMENTS**

The reports of the Statutory Auditors on the Financial Statements for FY 2024-25 (both on standalone and consolidated financial statements) are attached separately as part of the Annual Report. There are no

qualifications, reservations or adverse remarks made by M/s Ramesh C. Agrawal, Chartered Accountants, Statutory Auditors, in their report for the financial year ended on March 31, 2025.

C&AG has given NIL comments on the Audited Financial Statements of your Company for the FY 2024-25 and the same are attached.

#### **ACKNOWLEDGEMENT**

The Directors of the Company would like to extend their heartfelt gratitude and acknowledgement for the invaluable assistance and cooperation received from various Ministries such as Railways, Road Transport and Highways (MoRTH), External Affairs, Finance, Commerce, Urban Development, as well as other ministries, departments, and agencies. We are also grateful for the support received from the office of Comptroller & Auditor General of India, Reserve Bank of India, Bankers, Statutory, Branch, Cost, Secretarial & Internal Auditors, of the Company, Indian Embassies & Missions abroad, Foreign Missions & Embassies in India, EXIM Bank, ECGC Limited, Protector of Immigration, Passport Authority, and our esteemed clients both within India and overseas as without their active support, the Company would not have achieved its milestones during the year under review.

We would like to express our sincere appreciation to all the dedicated employees of the Company at every level. Their unwavering efforts, dedication, sincerity and commitment have significantly contributed to achieving the highest ever performance of the Company.

**For and on behalf of the Board of Directors**

Sd/-  
**(Hari Mohan Gupta)**  
Chairman & Managing Director & CEO  
(DIN: 08453476)

Date: August 21, 2025  
Place: New Delhi

## APPENDIX-A

### ON-GOING MAJOR PROJECTS IN INDIA

Sl. No.	Name of the Project	Revised Contract Value (in ₹ Crore)
<b>RAILWAYS</b>		
1.	Katra-Qazigund section (IRCON's portion), Udhampur Srinagar Baramulla Rail Link Project, for Northern Railway	16,194
2.	Sivok-Rangpo New Rail Line project, for North Frontier Railway	10,012
3.	Mumbai Ahmedabad High Speed Rail Project, Package MAHSR-T-2 for National High Speed Rail Corporation Limited (NHSRCL)	5,118
4.	Construction of Corridor-III of East-West Corridor between Gevra Road to Pendra Road approximately 135 km, feasibility study of East-West Corridor between Gevra Road to Pendra Road in the State of Chhattisgarh, for Chhattisgarh East-West Railway Limited (CEWRL)	3,290
5.	Construction of Corridor-I of East Corridor between Kharsia to Dharamjaygarh and Spur Line in the State of Chhattisgarh, for Chhattisgarh East Railway Limited (CERL).	2,117
6.	Construction of New BG Electrified Rail Line between Dharamjaigarh to Korba (Urga) for CERL (CERL-II).	1,004
7.	Doubling projects at Katni – Singrauli Doubling Project, for West Central Railway	2,445
8.	Design and Construction of Civil and Building Works including Testing and Commissioning on Design Build Lump Sum Price Basis for Double Line High Speed Railway involving Ahmedabad Station, Sabarmati Station, Viaduct & Bridges, Crossing Bridges (excluding fabrication and transportation of Steel truss girders) and Associated works between MAHSR Km. 489.467 and MAHSR Km. 507.599 in the State of Gujarat for the Project for Construction of Mumbai- Ahmedabad High Speed Rail (Package No. MAHSR C-7), for NHSRCL	1,714
9.	RDUM-TAL-RJO (Rampur Dumra – Tal – Rajendrapul Doubling including Ganga Bridge) Doubling projects for East Central Railway	1,957
10.	Katni Grade Separator / By pass line (21.50 Km) Project, for West Central Railway.	1,248
11.	Survey, Feasibility study, Detailed Design and Construction of various identified Rail Coal Connectivity Project(s), for Jharkhand Central Railway Limited (JCRL)	1,143
12.	Akhaura – Agartala Rail Link Project (Construction of Indian Portion), for North Frontier Railway	781
13.	Kottavalasa-Koraput Doubling Project: Execution of Earth-work in formation, blanketing, Minor bridges, drains, Barricading, Protection works, Construction of Major Bridges No.164 (1×18.3 +1×24.40 + 2×30.50m CG), Br. No.169 (1×30.05m CG) Br. No.176 (1×30.05m CG), Br. No.197A (1×30.50m CG), Br. No. 198 (2×24.40m CG), Br.No. 267 (1×18.30 + 2×30.50m CG), Construction of Tunnel No.T8&T9 (710m), T9A (490m), T9B(500m), T10(720m), T11(730m), T12&T13 (1080m), T14(620m), T15(380m), T16(750m), T17 (580m), T17A(580m), T18,T19,T20(1420m), T21toT27 (4220m), T28(360m), T29toT36 (5210m), T37,T38,T38A(1360m) and T38B (350m) including Open/Underground excavation, rock bolts and other steel supports, shotcrete, concrete works, drainage works, Execution of Ballast Less track Works and supply, erection, testing for commissioning of E&M works etc, from Km. 45.483 to Km. 72.550 from Shivalingapuram Station to Borraguhalu Station in connection with Kottavalasa Koraput Doubling Project of Waltair Division, East Coast Railway.	611



## BOARD'S REPORT

Sl. No.	Name of the Project	Revised Contract Value (in ₹ Crore)
14.	Construction of Tunnel T1 from Chainage Km 33+160 To Km 34+400 And Tunnel 2 From Chainage Km 57+400 To Km 66+040 With Ballast Less Track And Works Related to Formation On Approaches of Such Tunnels In Connection With Construction of Electrified New BG Railway Line Between Mangliyagaon (Indore) to Budni Stations (198 Kms) of Ratlam Division And Bhopal Division Of Western Railway And West Central Railway Respectively In Madhya Pradesh State, India	611

### ROADS

1	Construction of Eight Lane Access Controlled Expressway from Km 69.800 to Km 79.783 (Bhoj to Morbe Section-SPUR of Vadodara Mumbai Expressway) in the State of Maharashtra on Hybrid Annuity mode under Bharatmala Pariyojana (Phase-II- Package-XVII), for National Highways Authority of India (NHAI)	1,436
2	Construction of Eight Lane access-controlled Expressway from Km 3.000 to Km 20.200 (Shirsad to Akloli Section-SPUR of Vadodara Mumbai Expressway) in the state of Maharashtra on Hybrid Annuity Mode under Bharatmala Pariyojana (Phase II-Package XIV), for NHAI	1,124
3	Construction of Four/ Six lane Greenfield Ludhiana- Rupnagar National Highway no. NH-205K from junction with NE-5 village near Manewal (Ludhiana) to junction with NH-205 near Bheora Village (Rupnagar) including spur to Kharar with Ludhiana Bypass under Bharatmala Pariyojana in the State of Punjab on Hybrid Annuity Mode: Package-3 (Design Ch. 66.440 to Design Ch. 90.500 and spur to Kharar Design Ch. 0.000 to Design Ch. 19.200, total length 43.26 km), for NHAI	1,107
4	Upgradation of Gurgaon-Pataudi-Rewari Section of NH-352W as feeder route in the State of Haryana on Hybrid Annuity Mode for NHAI	789
5	Upgradation and Four Laning of Haridwar Bypass Package-1 From Km. 0+000 (Km 188+100 of NH-58) to Km. 15+100 (Km 5+100 of NH 74) in the state of Uttarakhand on Hybrid Annuity Mode, for NHAI	861

### OTHERS

1	Setting up of 500 MW Grid Connected Solar PV Power Projects in India (Tranche III) under Central Public Sector Undertaking (CPSU) Scheme Phase-II (Government Producer Scheme) for Indian Renewable Energy Development Agency Limited (IREDA)	1,960
2	Two projects viz. Design, Supply, Installation, Testing and Commissioning of receiving Sub Stations [including 25 kVAC Traction cum 33 kVAuxiliary Main Sub Stations], Extra High Voltage & High Voltage Cabling, 25 kV Overhead Equipment (FOCS/ROCS), Auxiliary Power Supply [including Auxiliary Sub Station], and Associated Works on via duct & Tunnel from Duhai (EPE) to Modipuram [including Modipuram Depot] for Delhi-Ghaziabad-Meerut RRTS Corridor of National Capital Region Transport Corporation (NCRTC) (Lot-P19 L1 and Lot-P19 L2) for NCRTC	812
3	Railway Electrification works for Badarpur- Jiribam, Katakhal – Bhairabi and Badapur-Karimgang – Sabroom Incl Karimgang – Maishasan, Agartala – Akaura and Baraigram – Dullabachera for North Frontier Railway	737
4	Construction of Twin Tube Uni-directional Aizawl Bypass Tunnel of 2.5 km and its approaches of 2.1 km from km 10.600 to km 15.200 (Package-2) on Sairang – Phaibawk section of NH-6 in the State of Mizoram on EPC Mode	631
5	Railway Electrification works Lumding – Dibrugarh via Tinsukia and Simaluguri – Dibrugarh	653

## BOARD'S REPORT

### APPENDIX – B

#### A. SUBSIDIARY COMPANIES:

##### 1. IRCON SHIVPURI GUNA TOLLWAY LIMITED (IrconSGTL)

Ircon Shivpuri Guna Tollway Limited (IrconSGTL) is a wholly owned subsidiary of IRCON, incorporated as a Special Purpose Vehicle (SPV) on May 12, 2015 with the primary objective to undertake the four-laning of the Shivpuri-Guna section of NH-3, covering the stretch from km 236.000 to km 332.100, on a Build, Operate and Transfer (BOT) (Toll) basis with total length of 97.70 km.

IrconSGTL entered into a Concession Agreement with the National Highways Authority of India (NHAI) on June 15, 2015. The concession period for the project is 20 years from the Appointed Date, with a total project cost of ₹872.11 crore. The financial closure of the project was completed with Debt-equity ratio of 77:23.

The project was executed in two stages. The construction of both stages has been completed and toll collection for stage-I commenced in June 2018. The final completion certificate was issued by NHAI in May 2024 and IrconSGTL is now collecting toll revenue across the entire project length of 97.70 km.

During FY 2024-25, IrconSGTL recorded total turnover of ₹173.65 cr.

##### 2. IRCON PB TOLLWAY LIMITED (IrconPBTL)

IrconPBTL, a wholly owned subsidiary of IRCON, incorporated as a Special Purpose Vehicle on September 30, 2014 with the main objective of widening and strengthening of the existing Bikaner & Phalodi Section to four lanes from 4.200 km to 55.250 km and two Lane with paved shoulder from 55.250 km to 163.500 km of NH-15 on Build, Operate and Transfer (BOT) (Toll) basis in the State of Rajasthan with total length of 159.17 km. IrconPBTL has entered into Concession Agreement with the National Highways Authority of India (NHAI) on November 7, 2014. The concession period of the project is 26 years from the Appointed Date with the total project cost of ₹844 Crore. The project was financed by IRCON itself in the form of Debt & equity.

The provisional certificate of completion was issued in February 2019 for commencement of tolling operations at all the three toll plazas located at Salasar and Nokhra in Bikaner District and Kheerwa in Jodhpur District, Rajasthan. The Completion Certificate for the entire project has been issued in September 2024 and IrconPBTL is now collecting toll

revenue across the entire project length of 159.20 km

During FY 2024-25, IrconPBTL recorded total turnover of ₹40.55 cr.

##### 3. IRCON DAVANAGERE HAVERI HIGHWAY LIMITED (IrconDHHL)

IrconDHHL, a wholly owned subsidiary of IRCON incorporated as a Special Purpose Vehicle on May 11, 2018 with the objective to execute "Six-Laning of Davanagere-Haveri from km. 260+000 to km. 338+923 of NH-48 (old NH- 4) in the State of Karnataka to be executed as Hybrid Annuity Mode (HAM) on Design, Build, Finance, Operate & Transfer (DBFOT) basis under NHDP Phase – V" with total length of 78.923 Km.

IrconDHHL entered into a Concession Agreement with NHAI on June 19, 2017. The concession comprises the construction period of 912 days (30 months) from the Appointed Date and operation & maintenance period of 15 years commencing from the Provisional Completion Certificate. The total Bid Project Cost is ₹1,177 Crore plus escalation plus Operation & Maintenance (O&M) cost of ₹10.00 Crore per annum. The project was financed with Debt-equity ratio of 70:30 with debt from Punjab National Bank.

The Provisional Completion Certificate (PCC) for 71.738 Km. was issued by Independent Engineer (IE) in May 2021. Of the remaining 7.185 km, construction over 5.1 km has been substantially completed and the balance works are scheduled to be completed soon, subject to the availability of encumbrance-free land.

During FY 2024-25, IrconDHHL recorded total turnover of ₹168.09 cr.

##### 4. IRCON VADODARA KIM EXPRESSWAY LIMITED (IrconVKEL)

IrconVKEL, a wholly-owned subsidiary of IRCON incorporated as a Special Purpose Vehicle (SPV) on May 16, 2018 with the main objective to develop, maintenance and management of eight lane Vadodara Kim Expressway from Km 323.00 to Km 355.00 (Sanpa to Padra Section of Vadodara Mumbai Expressway) in the State of Gujarat under NHDP Phase-VI on Hybrid Annuity Mode(HAM) (Phase IA- Package II) on design, build, finance, operate and transfer basis with total length of 32 km.

IrconVKEL has entered into Concession Agreement with NHAI on May 25, 2018. The concession period of the project comprises of construction period of 730 days from the Appointed Date and operation period of 15 years commencing from Commercial Operation Date (COD), with the total bid project cost of ₹1,865

## BOARD'S REPORT

Crore (revised ₹2,153.99 cr.) plus escalation plus O&M cost of ₹8.16 Cr per annum.

The project was financed with Debt-equity ratio of 80:20 with debt from Bank of Baroda.

NHAI has issued the Provisional Completion Certificate in August 2022 for 31.785 K.m. and Operation & Maintenance phase of the Project has been commenced.

During FY 2024-25, IrconVKEL recorded total turnover of ₹137.68 cr.

### 5. IRCON GURGAON REWARI HIGHWAY LIMITED (IrconGRHL)

IrconGRHL, a wholly-owned subsidiary of IRCON incorporated as a Special Purpose Vehicle on December 24, 2020 with main objective of Upgradation of Gurgaon-Pataudi-Rewari section of NH-352W from Km 0.00 to km 43.87 (design length 46.11 km) as a feeder route on Hybrid Annuity Mode under Bharatmala Pariyojana in the State of Haryana.

IrconGRHL has entered into Concession Agreement with NHAI on January 20, 2021. The concession period of the project comprises of construction period of 730 days from the Appointed Date and operation period of 15 years commencing from Commercial Operation Date, with the total bid project cost is ₹900 Crore plus escalation plus O&M cost of ₹2.47 Crore per annum. The project was financed with Debt-equity ratio of 75:25 with debt from Indian Overseas Bank.

The project is in execution phase and likely to be completed in FY 25-26.

During FY 2024-25, IrconGRHL recorded total turnover of ₹121.99 cr.

### 6. IRCON AKLOLI-SHIRSAD EXPRESSWAY LIMITED (IrconASEL)

IrconASEL, a wholly-owned subsidiary of IRCON incorporated as a Special Purpose Vehicle (SPV) on December 23, 2021 with the main objective of Construction of Eight Lane access-controlled Expressway from Km 3.000 to Km 20.200 (Shirsad to Akloli Section-SPUR of Vadodara Mumbai Expressway) in the State of Maharashtra on Hybrid Annuity Mode (HAM) model under Bharatmala Pariyojana (Phase II- Package XIV) awarded by NHAI with total length of 17.20 Km

IrconASEL has entered into Concession Agreement with NHAI on January 27, 2022. The concession period of the project comprises of construction period of 548 days from the Appointed Date and operation period of 15 years commencing from Commercial Operation Date (COD). The bid project cost is ₹1,124 Cr plus escalation plus O&M cost of ₹3.0 Crore p.a.

The project was financed with Debt-equity ratio of 80:20 with debt from Bank of Baroda.

The project is in construction phase and likely to be completed by the end of FY 25-26.

During FY 2024-25, IrconASEL recorded total turnover of ₹418.61 cr.

### 7. IRCON LUDHIANA RUPNAGAR HIGHWAY LIMITED (IrconLRHL)

IrconLRHL, a wholly-owned subsidiary of IRCON incorporated as a Special Purpose Vehicle on December 24, 2021 with main objective of construction of Four/Six lane Greenfield Ludhiana-Rupnagar National Highway no. NH-205K from junction with NE-5 village near Manewal (Ludhiana) to junction with NH205 near Bheora Village (Rupnagar) including spur to Kharar with Ludhiana bypass under Bharatmala Pariyojana in the State of Punjab on Hybrid Annuity Mode (HAM): Package-3 (Design Ch. 66.440 to Design Ch. 90.500 and spur to Kharar Design Ch. 0.000 to Design Ch. 19.200, total length 43.26 km)

IrconLRHL has entered into Concession Agreement with NHAI on March 25, 2022. The concession period of the project comprises of construction period of 730 days from the Appointed Date and operation period of 15 years commencing from COD, with the total bid project cost of ₹1,107 Crore plus escalation plus O&M cost of ₹3.0 Crore per annum. The project was financed with Debt-equity ratio of 80:20 with debt from Bank of Baroda.

The project is in execution phase and likely to be completed in FY 26-27.

During FY 2024-25, IrconLRHL recorded total turnover of ₹317.78 cr.

### 8. IRCON BHOJ MORBE EXPRESSWAY LIMITED (IrconBMEL)

IrconBMEL, a wholly-owned subsidiary of IRCON incorporated as a Special Purpose Vehicle on January 6, 2022 with the main objective of Construction of Eight Lane Access Controlled Expressway from Km 69.800 to Km 79.783 (Bhoj to Morbe Section – SPUR of Vadodara Mumbai Expressway) in the State of Maharashtra on Hybrid Annuity Mode (HAM) under Bharatmala Pariyojana (Phase II – Pkg XVII), with total length of 9.983 Km.

IrconBMEL has entered into Concession Agreement with NHAI on 18.02.2022. The concession period of the project comprises of construction period of 910 days from the Appointed Date and operation period of 15 years commencing from COD, with the total bid project cost of ₹1,436 Crore plus escalation plus



## BOARD'S REPORT

O&M cost of ₹3.0 Crore per annum. The project was financed with Debt-equity ratio of 80:20 with debt from Bank of Baroda.

The project is in execution phase and likely to be completed by end of FY 25-26.

During FY 2024-25, IrconBMEL recorded total turnover of ₹660.28 cr.

### 9. IRCON HARIDWAR BYPASS LIMITED (IrconHBL)

IrconHBL, a wholly-owned subsidiary of IRCON, was incorporated as a Special Purpose Vehicle on January 13, 2022, with main objective of Upgradation and Four-laning of Haridwar Bypass Package-1 from Km 0+000 (Km 188+100 of NH-58) to Km 15+100 (Km 5+100 of NH-74) in the State of Uttarakhand under the Hybrid Annuity Mode (HAM), with total length of 15.1 Km.

IrconHBL entered into the Concession Agreement with NHAI on March 8, 2022. The Concession period of the project comprises a construction period of 730 days from the Appointed Date and an operation period of 15 years commencing from the COD, with a total bid project cost of ₹861 Crore, plus escalation plus O&M cost of ₹2.0 Crore p.a. The project was financed with Debt-equity ratio of 80:20 with debt from State Bank of India.

The project is in execution phase and likely to be completed in FY 25-26.

During FY 2024-25, IrconHBL recorded total turnover of ₹223 cr.

### 10. IRCON INFRASTRUCTURE & SERVICES LIMITED (IrconISL)

IrconISL, a wholly owned subsidiary of IRCON, was incorporated on September 30, 2009 with main objective to undertake infrastructure projects including planning, designing, development, improvement etc. in the field of construction of Multi-Functional Complexes (MFCs) etc., to provide facilities and amenities to users of Indian Railway System; and to carry on the business of hire purchasing, leasing of all kinds of moveable and immoveable properties, to provide consultancy for all kinds of engineering projects including providing maintenance, support and all kinds of services including social welfare measures, etc.

During the FY 2024-25, IrconISL has secured 01 new project of Detailed Engineering & Project supervision for Construction of Sick-Line shed for development of ROH facility and Warehouse along with the development of surrounding area and CC Pavement work in DCT area at MMLP Vizag for CONCOR. (ii) Operation and Maintenance of Kharsia-

Dharamjaygarh main line section, Gharghoda to Bhalumuda spur section, Chhal & Baroud feeder section in CERL Phase-1 – Extension upto July, 2024.

Along with the above new project, during Financial Year 2024-25, the following on-going projects are in various stages of completion:

- i. Project Management Consultancy (PMC) for Establishment of Haryana Vishwakarma Skill University (HVSU) at Dudhola, Palwal, Haryana.
- ii. PMC for Construction of a New state-of-Art Building in the Technology Bhawan Campus, Department of Science and Technology, Ministry of Science & Technology, New Mehrauli Road, New Delhi.
- iii. PMC for construction of Barrack Accommodation for Security Personnel at ICP, Dawki (Meghalaya) for Land Ports Authority of India (LPAI).
- iv. PMC for construction of Multi Modal Logistics Park (MMLP) for CONCOR at Paradip (Orissa).
- v. PMC for Replacement of CST-9 Sleepers with PRC Sleepers of MGR System of Stage-1 (2×210MW) at National Thermal Power Corporation, Unchahar, U.P.
- vi. PMC for Construction of Infrastructure works at National Disaster Response Force Academy at Nagpur.
- vii. Detailed Engineering & Project Supervision for development of handling facilities for IFFCO at MMLP Paradip Port, Orissa, awarded by CONCOR.
- viii. Maintenance of Track, Civil Engineering, OHE and S&T assets of Kharsia-Korichhapar newly laid BG Section for Chhattisgarh East Railway Limited.
- ix. Inspection Agency for Inspection, Supervision & Quality Control related works of Assembly and Launching of Steel Superstructure within the Railway portion including fabrication & installation of bearing for "Construction of Road Over Bridges (ROB) at various locations in lieu of LC gates in Maharashtra area under Central Railway" for Maharashtra Rail Infrastructure Development Corporation Limited.
- x. Final Location Survey (FLS) using Modern Survey Technologies for New Broad Gauge Line from Tanakpur to Bageshwar (approx. 154.58km) in the state of Uttarakhand for North Eastern Railway.
- xi. Final Location Survey (FLS) using Digital Terrain/Elevation Model (DTM/ DEM/DSM) generated from satellite or LiDAR imageries, staking of

## BOARD'S REPORT

alignment on ground, Geological & Geophysical mapping etc. in connection with Imphal-Moreh new BG Single Line project in Manipur (Total approx. length 110KM) for Northeast Frontier Railway.

- xii. Development & Monetization of Land Parcel Under SDMC Situated at Community Center at Madipur, Punjabi Bagh, New Delhi as Multi Level Car Parking Facility With Commercial Complex for South Delhi Municipal Corporation.
- xiii. Maintenance of project assets in newly commissioned Korichappar to Dharamjaygarh section and Ghargoda to Bhalumuda section from Chhattisgarh East Railway Limited.
- xiv. Providing Facility Management Services and Annual Operation cum Comprehensive Maintenance of building related services for Department of Science & Technology.
- xv. PMC for Construction of Phase-B Work at JNV Sabarkantha (Gujarat) for Navodaya Vidyalaya Samiti.
- xvi. Detailed engineering and project supervision for Development of Multi Model Cargo Terminal under GCT Policy at Chharodi (Gujarat).
- xvii. Project Management Consultancy (Supervision/ Inspection) of Construction of New Railway Over Bridge near Level Crossing No. LC-148 'C' at Km. No. 273/27-274/1 Bharchana-Kosad, Surat (Railway Portion only).

During FY 2024-25, Construction of Barrack Accommodation for Security Personnel at Petrapole, West Bengal has been completed and handed over to LPAI. Same was virtually inaugurated by Hon'ble Home Minister on 16-12-2024.

During FY 2024-25, IRCONSL recorded total turnover of ₹116.63 cr.

### 11. IRCON RENEWABLE POWER LIMITED (IRPL)

IRPL, a subsidiary of IRCON incorporated on January 13, 2022 IRPL is incorporated as a joint venture (JV) with equity participation by IRCON and Ayana Renewable Power Private Limited (Ayana) in the ratio 76:24, respectively. The main object of IRPL is "Setting up of 500 MW Grid Connected Solar Power Plant under the Central Public Sector Undertaking (CPSU) Scheme Phase-II (Government Producer Scheme)" floated by Indian Renewable Energy Development Authority (IREDA) ("the Project"). IRCON and Ayana has entered into Share Subscription and Shareholders' Agreement (SSHA) on December 13, 2021.

The project was awarded to IRCON by IREDA and is being executed by IRPL. The total project cost

is ₹2,770.45 Crore. The final Viability Gap Funding (VGF) amount for the Project is ₹44,94,000 per MW calculated in total to ₹224.70 Crore, which will be released in two tranches by IREDA i.e. (a) 50% on award of contract to the EPC Contractor (including in-house EPC Division) by the bidder (IRCON), for which EPC Contract has been executed with KEC International on December 16, 2022 and (b) the balance 50% on successful commissioning of the full capacity of the Project.

The Project envisages use of Domestic Content Requirement (DCR) compliant solar cells and solar modules manufactured in India, so as to promote Indian solar industry and to implement Make-in-India initiative. The project is being setup with the use of state-of-the-art tracker technology & waterless Robotic Cleaning System which are being implemented for the first time in the country in such large-scale solar project, to enhance the efficiency of the solar plant.

The detailed design works have been completed and all the long lead items are delivered at site. The erection of Solar Modules are under full swing. Cumulatively part capacity of 300 MW out of 500 MW has already been connected & synchronised with the Southern Grid for sale of power to South Western Railway. The balance capacity is targeted to be connected by Sept-2025. Moreover, the erection and commissioning works of 220 kV Pooling Substation are completed and all 04 Nos. Power Transformers have been commissioned. The works of 05 Kms. 220kV Transmission Line from Solar Plant Pooling Substation (PSS) to 400/220kV PGCIL Pavagada Grid Substation and Bay Implementation are also completed & commissioned.

In line with the vision of Hon'ble Prime Minister, Indian Railways has set a target of becoming Net Zero Carbon Emitter by 2030, and accordingly this solar project of 500 MW capacity is a noteworthy stride and significant advancement towards sustainable green energy. This initiative will also offset approximately 1,200 kT of Carbon emissions annually.

During FY 2024-25, IRPL recorded total turnover of ₹19.58 cr.

## B. JOINT VENTURE COMPANIES:

### 1. IRCON-SOMA TOLLWAY PRIVATE LIMITED (ISTPL)

ISTPL, a Joint Venture Company promoted by Ircon International Limited (IRCON) and Soma Enterprise Limited (SOMA), a private sector Company, was incorporated on April 19, 2005. It has equal equity participation. The main objective of the Company is

## BOARD'S REPORT

undertaking Improvement, Operation & Maintenance, Rehabilitation and Strengthening of existing 2 Lane Road and widening to 4 Lane divided carriageway on National Highway 3 (NH3) from Km 261+720 to Km379+878 on Build, Operate and Transfer basis in the State of Maharashtra.

The project was completed in 2010-11 and since April, 2010 the Company is collecting toll from entire project stretch of 118.158 km. The concession period of 20 years was to originally expire on March 27, 2026, however, an extension of 25 days has been received from NHAI and the concession period will now expire on April 21, 2026.

Later on SOMA has transferred its entire shareholding in ISTPL to its associate company except one share.

As on 31<sup>st</sup> March 2025, IRCON is holding 50% and SRCC (Projects) Private Limited (SPPL- an associate of SOMA), is holding 50% equity shares (including one share with SOMA), in ISTPL.

During FY 2024-25, ISTPL recorded total turnover of ₹366.51 cr. and PAT of ₹194.89 Cr.

### 2. INDIAN RAILWAY STATIONS DEVELOPMENT CORPORATION LIMITED (IRSDC)

IRSDC, a Joint Venture company with equity participation by IRCON and Rail Land Development Authority (RLDA) in the ratio of 51:49, respectively, was incorporated on April 12, 2012. IRSDC had obtained the certificate of commencement of business on May 09, 2012. The main object of IRSDC is to develop / re-develop the existing / new railway station(s) with enhanced level of passenger amenities through new constructions / renovations including re-development of existing station buildings, platform surfaces, circulating area, etc., to improve their standards and provide a better customer experience. In the FY 2017-18, the 1% equity stake of IRSDC was transferred by IRCON to RLDA, and it became 50:50 JV company of IRCON and RLDA. In the FY 2021-22, RITES was introduced as a third strategic partner / shareholder, and since then, the equity shareholding held by RLDA, IRCON and RITES is in the ratio of 50:26:24, respectively.

Ministry of Railways, vide its letter dated October 18, 2021, has 'in-principle' decided for closure of IRSDC and to initiate the procedural formalities thereto. Transaction Advisors (M/s. IDBI Caps) have been appointed to oversee the process and provide technical and legal inputs to aid in the closure process of IRSDC.

Based on MoR directives, all continuing contracts/ Agreements for stations under progress/planning have been novated/ transferred to Rail Land

Development Authority (RLDA) and all five Stations Facility Management (i.e Pune, Anand Vihar, Chandigarh, Secunderabad and Bangaluru) stand handed over to respective Zonal Railways as on 31.3.2022. The Station Facility Management dues of IRSDC have been received from respective Zonal Railways (except for IRCTC dues).

Based on MoR directives, the shareholding of IRSDC in Surat Integrated Transportation Development Corporation Limited (SITCO) were transferred to RLDA in March 2023. In compliance with MoR directives, transfer of IRSDC shareholding in Gandhi Nagar Railway and Urban Development Corporation (GARUD) to RLDA has been completed in June 2025. The process of transfer of Quasi Equity in GARUD to RLDA through a Tripartite Novation Agreement is also in progress.

As part of the closure activities, all assets and liabilities of IRSDC [other than its investments/SFM] were transferred to RLDA on slump sale basis. Business Transfer Agreement for slump sale was signed on 09.04.2025 and said estimated consideration was received from RLDA on 11.04.2025. The final slump sale is expected to be completed soon.

Financial statements of IRSDC has been prepared on liquidation basis. Action for appointment of Liquidator for "Voluntary Liquidation of IRSDC under IBC" shall be taken shortly.

### 3. CHHATTISGARH EAST RAILWAY LIMITED (CERL)

CERL, a Joint Venture company with equity participation by South Eastern Coalfields Limited (SECL), IRCON and Chhattisgarh State Industrial Development Corporation Limited (CSIDC) (nominee of Government of Chhattisgarh) in the ratio of 64:26:10, respectively, was incorporated on March 12, 2013. CERL had obtained the Certificate for Commencement of Business on May 07, 2013. The main object of CERL is development of coal connectivity corridor i.e. East Corridor (length 180 Km) in the State of Chhattisgarh.

The project is being implemented on Build, Own, Operate, and Transfer (BOOT) model for PPP projects. The Shareholder Agreement between SECL, IRCON and CSIDC was executed on September 11, 2014. The project is being implemented on Build, Own, Operate, and Transfer (BOOT) model for PPP projects. The Shareholder Agreement between SECL, IRCON and CSIDC was executed on September 11, 2014.

This project is further divided into following two phases:

- (A) **CERL Phase-I** - It extends from Kharsia to Dharamjaigarh including Spur Line from Gharghoda



## BOARD'S REPORT

to Donga Mahua. The concession agreement for CERL Phase-I was signed with the Ministry of Railways on June 12, 2015 with an Inflated mileage of 60% on chargeable distance of 175 Kms for a period of five years and has been extended for a period of further three years by Ministry of Railways subject to review and further extension to maintain the desired IRR of the project.

The various sections have been commissioned as follows:

1. Kharsia to Korichhapar (DN line: 0-42.569 km) of CERL Phase-I has been commissioned on October 12, 2019.
2. Korichhapar to Dharamjaigarh (DN line: 42.569 Km - 73.519 km) of CERL Phase-I has been commissioned on June 22, 2021.
3. SECR authorized opening of Gharghoda to Bhalumuda (CSB KM 34.090 - 13.873 km) of CERL Phase-I on 23.02.2022. The section has been commercially notified on 07.03.2022.
4. Chhal Feder line CSB Km 16.548 (CH. 0 for Feeder Line)- CERL Boundary, Km 8.429 (F/CHHAL) of CERL Phase-I has been commissioned on July 23, 2022.
5. Kharsia to Korichhapar (UP line: 0-42.569 km) of CERL Phase-I has been commissioned on September 12, 2022.
6. Baroud Feeder line CSB Km 42.569 (CH. 0 for Baroud Feeder Line)- CERL Boundary, Km 4.139 of CERL Phase-I has been commissioned on March 16, 2023.
7. Baroud Freight terminal was commissioned on June 13, 2023 and loading commenced from June 26, 2023.

The balance work is related to the construction of second block section of spur line and Durgapur feeder line. The Spur line is targeted to be completed by December, 2025 and Durgapur Feeder Line has been deferred due to delay in finalization of the MDO of Durgapur Mine. The spur line is likely to be completed soon. The project cost has been revised from ₹3,055.15 crores to ₹3,407.09 crores. The same has been funded in a debt equity ratio of 80:20. The refinancing of the CERL loan has taken place in March, 2025. Currently, loan amount of ₹3,166.68 crores have been sanctioned by PFC of which ₹2,409.61 crores have been availed. The consortium lender has also been prepaid in March, 2025 itself.

- (B) **CERL Phase-II** - It extends from Dharmjaygarh to Korba. A revised Detailed Project Report (DPR) of CERL Phase-II has been approved by Zonal Railways

on June 12, 2018 with inflated mileage of 60% on chargeable distance of 62.5 km for first five years of operation. The concession agreement for CERL Phase-II has been signed with the Ministry of Railways on March 15, 2022. Financial Closure of CERL Phase II Project was achieved with Central Bank of India on August 28, 2023 for a total debt requirement of ₹1,349.00 Crores. Stage-II Forest Clearance towards diversion of Forest Land measuring 157.035 Hectares was received on March 15, 2025. for civil works, electrical works and S&T works worth approx. ₹595.00 crores have been finalized and work is in progress.

#### 4. CHHATTISGARH EAST-WEST RAILWAY LIMITED (CEWRL)

CEWRL, a Joint Venture company with equity participation by South Eastern Coalfields Limited (SECL), IRCON and Chhattisgarh State Industrial Development Corporation Limited (CSIDC) (a nominee of Government of Chhattisgarh) in the ratio of 64:26:10, respectively, was incorporated on March 25, 2013. The main object of CEWRL is development of coal connectivity corridor i.e. East-West Corridor (length 135 Km) in the State of Chhattisgarh. CEWRL had obtained the Certificate for Commencement of Business on May 07, 2013. The concession period of the project is 30 years from the appointed date including construction period of 3 years and 6 months. The Shareholder Agreement between SECL, IRCON and CSIDC was executed on April 09, 2021.

The East-West Rail Corridor, a strategically significant infrastructure initiative spanning Bilaspur and Korba districts (Chhattisgarh), has achieved substantial progress in FY 2024-25. The project is now in an advanced construction phase, with key contracts awarded and rapid execution underway.

CEWRL has entered into a loan agreement for availing the loan facilities for an amount of ₹3,976 Crore from consortium of banks led by State Bank of India (SBI), Full capital commitment received from promoters (SECL & IRCON), ensuring robust financial stability, considering the original project cost of ₹4,970.11 crores.

The Revised cost of the Project amounting to ₹7,448.52 crores has been approved recently. The project is targeted to be funded at a debt:equity ratio of 80:20. Increased debt and refinancing of the ongoing debt is under process.

#### 5. MAHANADI COAL RAILWAY LIMITED (MCRL)

MCRL, a Joint Venture company with equity participation by Mahanadi Coalfields Limited (MCL), IRCON and Odisha Industrial Infrastructure

## BOARD'S REPORT

Development Corporation (OIDCL) (a nominee of Govt. of Odisha) in the ratio of 64:26:10 respectively, was incorporated on August 31, 2015. The main object of MCRL is to build, construct, operate and maintain identified rail corridor projects that are critical for evacuation of coal from mines in the State of Odisha.

MCRL has signed project execution agreement with IRCON on April 19, 2016 and Angul-Balaram-Putagadia-Jharpada-Tentuloi new rail corridor (68Km) has been identified for implementation. Detailed Project Report (DPR) of this project has been approved by Zonal Railways viz. East Coast Railway in January 2018. The Ministry of Railways has approved inflated mileage of 60 % for the entire length of the project on June 12, 2018. The project has been approved as a special Railway project by the Ministry of Railways on October 23, 2018.

The Concession Agreement between MCRL and Ministry of Railways has been executed on December 02, 2021.

Angul- Balaram section (14 Km) as MCRL Phase I was commissioned on November 14, 2022 and land acquisition for Phase II (54kms) was underway. Meanwhile, MoR has taken the decision to take over the entire project. Phase I of the project is physically handed over to ECoR on 01.03.2024 for operation and maintenance with the condition that expenditure on the operation and maintenance will be met out of the user fee payable to MCRL.

Discussions are ongoing with MoR for takeover of all MCRL Phase-I and Phase-II assets as well as valuation consideration thereof.

The closure activities are expected to be initiated after MoR approval of consideration and other related formalities.

### 6. JHARKHAND CENTRAL RAILWAY LIMITED (JCRL)

JCRL, a joint venture company with equity participation of Central Coalfields Limited (CCL), IRCON and Government of Jharkhand (GoJ) in the ratio of 64:26:10, respectively, was incorporated on August 31, 2015. The main object of JCRL is to build, construct, operate and maintain identified rail corridor projects that are critical for evacuation of coal from mines in the State of Jharkhand.

The authorized share capital of the company is ₹500.00 Crores.

The following project was assigned to be taken up by JCRL.

- Shivpur – Kathautia new BG Electrified Rail Line

Project – 49.085 Km

Original project cost- ₹1,799.64 Cr

Revised project cost- ₹2,564.34 Cr

JCRL had signed a project execution agreement with IRCON on 28<sup>th</sup> March, 2016. The total length from Kathautia (Chainage 0.00) to Shivpur (Chainage 49.085) is 49.085 Kms. Detail Project Report (DPR) has been approved by the Ministry of Railways.

JCRL has achieved financial closure on May 05, 2022. The approval of loan and promoter equity for revised project cost is under process.

The project is under progress and the target completion date is in FY 2026-27. The total CWIP of the project as on 31.03.2025 is ₹1,369.09 Crores. (including GST).

### 7. BASTAR RAILWAY PRIVATE LIMITED (BRPL)

BRPL, a joint venture company with equity participation initially by NMDC Limited (NMDC), IRCON, Steel Authority of India Limited (SAIL) and Chhattisgarh Mineral Development Corporation (CMDC) (nominee of Government of Chhattisgarh) in the ratio of 43:26:21:10, respectively, was incorporated on May 05, 2016. Shareholders Agreement for BRPL was entered on January 20, 2016. The main object of BRPL is to build, construct, operate and maintain Rowghat to Jagdalpur (via Narayanpur, Kondagaon) new railway line, in the State of Chhattisgarh. The revised shareholders agreement was entered on May 25, 2018 wherein the shareholding pattern of NMDC, IRCON, SAIL and CMDC was revised to 52:26:12:10, respectively.

BRPL had signed project execution agreement with IRCON on July 19, 2017. Detailed Project Report (DPR) has been approved by Zonal Railways viz. South East Central Railway (SECR) in October 2017. The Ministry of Railways had approved inflated mileage of 50% for the entire length of the project on June 12, 2018. The Concession Agreement between BRPL and Ministry of Railways has been executed on September 27, 2018.

Ministry of Railways (MoR) has granted in principle approval for acquiring the BRPL project in FY 2022-2023. The MoR has asked for submitting the report of legal and financial liabilities and discussion are ongoing for agreeing on all formalities for taking over of BRPL project by MoR. Therefore, the process of closure of BRPL shall commence.

# CORPORATE GOVERNANCE REPORT

This report is prepared in accordance with the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**SEBI LODR**), the Companies Act, 2013 and Guidelines on Corporate Governance for Central Public Sector Enterprises 2010 (**DPE Guidelines**) issued by Department of Public Enterprises (**DPE**), Ministry of Finance, Government of India. The Report contains details of Corporate Governance systems and processes at Ircon International Limited (**IRCON** or **the Company**).

DPE vide its letter dated October 12, 2023 has granted the "Navratna" Status to the Company. Now, IRCON is the 15<sup>th</sup> Navratna CPSE amongst the CPSEs. IRCON got listed on September 28, 2018 and has established a sound framework of Corporate Governance.

Corporate Governance is the application of best management practices, compliance of laws & adherence of ethical standards to achieve the Company's objective of enhancing stakeholders' value and discharging of social responsibility.

We believe that Corporate Governance is about maintaining valuable relationship and trust with all stakeholders with the commitment to maximize their value. Our commitment towards following good Corporate Governance practices is based upon transparency, fairness, conscience, teamwork, professionalism and accountability. This paves the way for following the best standards and building confidence among our stakeholders, which is necessary to achieve our objectives.

## 1. STATEMENT ON COMPANY'S PHILOSOPHY ON CODE OF GOVERNANCE

IRCON believes in promoting the principles of sound Corporate Governance, and its essential character is shaped by a high standard of transparency, trust and integrity, performance orientation, responsibility, accountability, professionalism, social responsiveness and ethical

business practices. It has always believed in creating a framework of best policies, practices, structures and ethics in the organisation. Corporate Governance has indeed been an integral part of the way we have done business for several years. IRCON's team subscribes to the corporate values and imbibes them in their conduct regularly.

The Code of Corporate Governance of the Company is "To Be Professional, Profitable, Transparent, and Accountable with excellence in every sphere of activity of the Company."

The Key Values of the Company formally adopted by the Board of Directors are:

- a. Constructive approach
- b. Working as a team
- c. Excellence in performance
- d. Probity in work and dealings
- e. Being responsible and accountable

## 2. BOARD OF DIRECTORS

The Board of Directors is the highest governance body of IRCON. The Board of Directors consists of professionals drawn from diverse fields having rich knowledge and experience in the industry and related sectors for providing strategic guidance and directions to the Company. At IRCON, we believe that the Board of the Company consciously creates a culture of leadership to provide a long-term vision and policy approach to improve the quality of governance. The Board's actions are aligned with the Company's best interests. The Company has defined guidelines and an established framework for the meetings of the Board and its Committees. These guidelines seek to systematize the decision-making process at the meetings of the Board and Committees in an informed and efficient manner.

Pursuant to Section 2(45) of the Companies Act, 2013, IRCON is a 'Government Company' as 65.17% of its paid-up share capital is held by the Central Government/ Government of India (**GoI**)



## CORPORATE GOVERNANCE REPORT

through the President of India and the power to appoint Directors vests with the President of India through Administrative Ministry i.e., Ministry of Railways (MoR).

As of March 31, 2025, the Company has six directors of which four are whole-time directors [Chairman & Managing Director, Director (Finance), Director (Works) and Director (Projects)] and two Government Nominee Directors.

The Chairman is an Executive Director; therefore, half of the Board should comprise of Independent Directors. As the power to appoint the directors on the Board of IRCON vests with the President of India, the Company from time-to-time requests Ministry of Railways to appoint a requisite number of Independent Directors (including Woman Director).

During the FY 2024-2025, the Company was not having an optimum combination of Executive /

Functional Directors and Non-Executive Directors. Further, due to cessation of three Independent Directors on November 8, 2024, the Company was having only one Independent Director whose tenure also ended on December 28, 2024. Hence the Company was not having any Independent Directors (including Independent woman director) as on March 31, 2025. As on April 1, 2025, as per the sanctioned strength of Directors on the Board of the Company by Department of Public Enterprises (DPE), there are six vacancies for the post of Independent Directors (including woman director) for which requests have already been made to the Ministry of Railways, Government of India. Subsequently, one Independent Director was appointed by the Administrative Ministry i.e., the Ministry of Railways on Board of the Company w.e.f. May 15, 2025.

### 2.1 CATEGORY & NAME OF THE DIRECTORS WITH DESIGNATION AND DIN DURING THE FY 2024-25

Category, Name & Designation	DIN	Appointment or Cessation (during the year, if any)
<b>Whole-time (Functional) Directors – Executive</b>		
Shri Hari Mohan Gupta Chairman & Managing Director and CEO	08453476	Appointed as Chairman & Managing Director w.e.f. July 01, 2024
Smt. Ragini Advani Director (Finance)	09575213	
Shri Anand Kumar Singh Director (Projects)	07918656	
Shri Parag Verma Director (Works)*	05272169	
Shri Brijesh Kumar Gupta Chairman & Managing Director and CEO (additional charge)	10092756	Ceased to be Chairman & Managing Director and CEO and re-designated as Government Nominee (Part Time Official) Director w.e.f. April 29, 2024
Shri Ashish Bansal Chairman & Managing Director and CEO (additional charge)	10328174	Appointed as Chairman & Managing Director and CEO w.e.f. April 29, 2024 and ceased to be Chairman & Managing Director and CEO w.e.f. July 01, 2024
<b>Government Nominee [Part-time (Official)] Directors – Non-Executive</b>		
Shri Anupum Singh	10637375	Appointed as Government Nominee (Part-time official) Director w.e.f. November 6, 2024
Shri Dhananjaya Singh	08955500	Ceased as Part-time Government Director (w.e.f. November 6, 2024)
Shri Brijesh Kumar Gupta	10092756	Ceased as Government Nominee (Part-Time Official) Director (w.e.f. December 31, 2024)
Shri Anand Bhatia	10937265	Appointed as Government Nominee (Part-time official) Director w.e.f. February 4, 2025
<b>Independent [Part-time (Non-Official)] Directors – Non-Executive</b>		
Shri Ajay Kumar Chauhan	09394953	Ceased to be the Non-Official Independent Director (w.e.f. November 8, 2024)
Shri Dipendra Kumar Gupta	09398271	Ceased to be the Non-Official Independent Director (w.e.f. November 8, 2024)
Smt. Ranjana Upadhyay	07787711	Ceased to be the Non-Official Independent Director (w.e.f. November 8, 2024)
Dr. Kartik Chandulal Bhadra	09453387	Ceased to be the Non-Official Independent Director (w.e.f. December 28, 2024)

\*Shri Parag Verma ceased to be Director (Works) w.e.f. April 30, 2025.

## CORPORATE GOVERNANCE REPORT

Shri N.C. Karmali, IRSE, PED/GS Railway Board [DIN: 09103211] has been entrusted with the additional charge of the post of Director (Works) in addition to his own duties w.e.f. May 9, 2025. Further, pursuant to order of MoR, Shri N.C. Karmali relinquished the additional charge of Director (Works), upon appointment of Shri Ajit Kumar Mishra [DIN: 11108237] who assumed the charge of the post of Director (Works) w.e.f. May 15, 2025 for a period of five years or until further orders, whichever is earlier.

Shri Varadharajan T [DIN: 08556664] has been appointed as Independent (Non-official Part-Time) Director w.e.f. May 15, 2025 for a period of three years or until further orders, whichever is earlier.

### 2.2 BOARD COMPOSITION, CATEGORY OF DIRECTORS, DETAILS OF DIRECTORSHIP IN OTHER COMPANIES AND MEMBERSHIP / CHAIRPERSONSHIP IN BOARD COMMITTEE(S) AS ON MARCH 31, 2025

Sr. No.	Category & Name of Directors	No. & Name of Directorships in Other Companies <sup>1</sup>	No. and Names of the Board Committee(s) in other companies of which director is a Member/ Chairman <sup>2</sup>	No. of shares held
<b>Functional Directors – Executive</b>				
1	Shri Hari Mohan Gupta	-	-	-
2	Smt. Ragini Advani	<b>Part-time (Nominee) Director in:</b> 1. Chhattisgarh East-West Railway Limited 2. Chhattisgarh East Railway Limited 3. Jharkhand Central Railway Limited 4. Mahanadi Coal Railway Limited 5. Bastar Railway Private Limited	-	-
3	Shri Parag Verma	1. Ircon Infrastructure & Services Limited – Chairman 2. Ircon Vadodara Kim Expressway Limited – Chairman 3. Ircon Gurgaon Rewari Highway Limited – Chairman 4. Ircon Akloli-Shrisad Expressway Limited – Chairman 5. Ircon Ludhiana Rupnagar Highway Limited – Chairman <b>Part-time (Nominee) Director in:</b> 6. Indian Railway Stations Development Corporation Limited 7. Mahanadi Coal Railway Limited 8. Jharkhand Central Railway Limited	Indian Railway Stations Development Corporation Limited- Audit Committee – Chairman	10,500
4	Shri Anand Kumar Singh	<b>Part-time (Nominee) Director in:</b> 1. Chhattisgarh East Railway Limited 2. Chhattisgarh East-West Railway Limited 3. Baster Railway Private Limited	-	-
<b>Government Nominee Part-time (Official) Directors – Non-Executive</b>				
5	Shri Anupum Singh	<b>Government Nominee Director in:</b> 1. Assam Rail Infrastructure Development Corporation Limited		-
6	Shri Anand Bhatia	Nil	Nil	Nil

## CORPORATE GOVERNANCE REPORT

### Foot Notes:

1. Number of Directorships held excludes Foreign Companies and Section 8 Companies, if any.
2. This includes Chairmanship /membership of Audit Committee and Stakeholders Relationship Committee in other Companies.
3. No Director of the Company is a member in more than ten (10) Committees or acts as Chairman of more than five (5) Committees across all companies in which he/she is a director.
4. None of the Directors on the Board hold directorships, including alternate directorships at the same time in more than twenty (20) Companies/ Ten (10) public limited companies.
5. None of the Director holds directorship in more than seven (7) listed entities. Further, none of the Directors serves as an independent director in more than seven (7) listed entities.
6. None of the whole-time director/managing director serves as an independent director in any listed entity.
7. No relationship exists between directors inter-se. Shri Anupum Singh and Shri Anand Bhatia are the officials from the MoR and thus related to the promoter, though no personal relationship exists between them nor with the Company.

### 2.3 BOARD MEETINGS AND AGM HELD DURING FY 2024-25:

During FY 2024-25, the Board of Directors of the Company met nine (9) times. Details of the Board Strength and number of directors attended the Board Meetings are mentioned below. None of the Board Meeting was held with a gap of more than 120 days/ three months.

Date of Meeting	Board Strength	No. of Directors Present
19.04.2024	9	9
21.05.2024	10	8
18.07.2024	10	7
08.08.2024	10	10
20.09.2024	10	9
07.11.2024	10	9
18.12.2024	7	7
11.02.2025	6	6
26.03.2025	6	6

The table below shows attendance of the Board members at the Board Meetings held during the FY 2024-25 and in the last Annual General Meeting (AGM):

Name of Directors	Meeting date									Total Board meetings held during the tenure	No. of Board meetings attended	% of Attendance in Board Meeting	Whether attended last AGM held on 12.09.2024
	19.04.2024	21.05.2024	18.07.2024	08.08.2024	20.09.2024	07.11.2024	18.12.2024	11.02.2025	26.03.2025				
Shri Hari Mohan Gupta	NA	NA	Yes	Yes	Yes	Yes	Yes	Yes	Yes	7	7	100	Yes
Smt. Ragini Advani	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	9	9	100	Yes
Shri Parag Verma	Yes	No	Yes	Yes	Yes	Yes	Yes	Yes	Yes	9	8	88.9	Yes
Shri Anand Kumar Singh	Yes	Yes	No	Yes	Yes	Yes	Yes	Yes	Yes	9	8	88.9	Yes
Shri Brijesh Kumar Gupta	Yes	Yes	No	Yes	Yes	No	Yes	NA	NA	7	5	71.4	Yes



## CORPORATE GOVERNANCE REPORT

Name of Directors	Meeting date									Total Board meetings held during the tenure	No. of Board meetings attended	% of Attendance in Board Meeting	Whether attended last AGM held on 12.09.2024
	19.04.2024	21.05.2024	18.07.2024	08.08.2024	20.09.2024	07.11.2024	18.12.2024	11.02.2025	26.03.2025				
Shri Ashish Bansal	NA	Yes	NA	NA	NA	NA	NA	NA	NA	1	1	100	NA
Shri Anupum Singh	NA	NA	NA	NA	NA	Yes	Yes	Yes	Yes	4	4	100	NA
Shri Anand Bhatia	NA	NA	NA	NA	NA	NA	NA	Yes	Yes	2	2	100	NA
Shri Dhananjaya Singh	Yes	No	No	Yes	No	NA	NA	NA	NA	5	2	40	Yes
Shri Ajay Kumar Chauhan	Yes	Yes	Yes	Yes	Yes	Yes	NA	NA	NA	6	6	100	Yes
Shri Dipendra Kumar Gupta	Yes	Yes	Yes	Yes	Yes	Yes	NA	NA	NA	6	6	100	Yes
Smt. Ranjana Upadhyay	Yes	Yes	Yes	Yes	Yes	Yes	NA	NA	NA	6	6	100	Yes
Dr. Kartik Chandulal Bhadra	Yes	Yes	Yes	Yes	Yes	Yes	Yes	NA	NA	7	7	100	Yes

### 2.4 BOARD MEMBERSHIP CRITERIA

IRCON is an Engineering & Construction Company, and the key qualifications required by the Board are in the field of Civil Engineering, Finance, Technology, Marketing, and Global Business.

A table summarising the key qualifications, skills, expertise and attributes of the Directors of IRCON, as approved by the Board of Directors, subject to approval by the MoR is given below. The desired qualifications, expertise, skill etc. of the Directors are subject to modifications/ alterations / changes by the DPE/ Public Enterprises Selection Board (**PESB**) and/ or MoR and the qualifications of Independent Directors are also subject to identification by the DPE.

The requisite skills/ expertise/ competence required by the Directors are included in the table:

SN.	Category of the Director	Required skills/expertise/competence
1.	<b>Functional Directors – Executive</b>	
	i) Chairman & Managing Director	<p><b>Mandatory:</b> At least a graduate from a recognised university with a good academic record and adequate experience at a senior level of management in a large organisation of repute.</p> <p><b>Desirable:</b> Degree in Civil Engineering/Technical/MBA qualification and familiarity with Finance/ Marketing/ Projects. Experience of infrastructure projects, especially railway projects, techniques of organisational planning and manpower development in the railway industry.</p>
	ii) Director (Projects)	<p><b>Mandatory:</b> A graduate in Civil Engineering with a good academic record from a recognised University/Institution. Adequate technical/ operational/ project management experience in the Railway Sector.</p> <p><b>Desirable:</b> Preferably holding MBA/ Technical qualifications.</p>

## CORPORATE GOVERNANCE REPORT

SN.	Category of the Director	Required skills/expertise/competence
	iii) Director (Works):	<b>Mandatory:</b> A graduate in Civil Engineering with a good academic record from a recognised University/Institution. Adequate technical/ operational/ project management experience in Infrastructure projects, including roads/highways. <b>Desirable:</b> Preferably holding MBA/ Technical qualifications.
	iv) Director (Finance)	<b>Mandatory:</b> (i) Chartered Accountant or Cost Accountant or a full-time MBA/PGDM (with specialisation in Finance) course with a good academic record from a recognised University/ Institution with adequate experience at a senior level in an organisation of repute. (ii) Officers of Organised Group 'A' Accounts Services level working at an appropriate level are exempted from minimum qualification as per (i). (iii) Officers of Central Government/Armed Forces of the Union/All India Services with adequate and relevant experience are exempted from the minimum qualification as per above (i). Adequate experience at a senior level in Corporate Financial Management and Accounts, including cost, budgetary control, institutional finance, working capital management.
2.	<b>Government Nominee [Part-time (Official)] Directors – Non-Executive – (2 Directors)</b>	As may be decided by the GoI (MoR).
3.	<b>Independent Directors [Part-time (Non-Official) Director – Non-Executive – (6 Directors)]</b>	As may be decided by the GoI (MoR).

The functional directors, government nominee directors and independent directors of the Company during the Financial Year 2024-25 possess the requisite skill / expertise / competences as decided by the PESB, GoI.

Considering the industry sector and other managerial skills, as on March 31, 2025, Directors of IRCON possess the following expertise and skills

Name of the Directors	Area of expertise and skills							
	Industry Knowledge & Experience	Financial Management	Corporate Planning & Management Strategy	Leadership	Technological Knowledge	Board Practices and Governance	Business Development	Global Outlook
<b>Functional Directors:</b>								
Shri Hari Mohan Gupta Chairman & Managing Director and CEO	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Smt. Ragini Advani Director (Finance)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Shri Parag Verma Director (Works)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Shri Anand Kumar Singh Director (Projects)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes

# CORPORATE GOVERNANCE REPORT

Name of the Directors	Area of expertise and skills							
	Industry Knowledge & Experience	Financial Management	Corporate Planning & Management Strategy	Leadership	Technological Knowledge	Board Practices and Governance	Business Development	Global Outlook
<b>Government Nominee Director:</b>								
Shri Anupum Singh	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Shri Anand Bhatia	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes

Expertise and Skills of the Directors are available on the website of the Company [www.ircon.org](http://www.ircon.org).

## 2.5 INFORMATION TO BE PLACED BEFORE THE BOARD OF DIRECTORS:

The quantum and quality of information supplied by the Management to the Board goes well beyond the requirement stipulated in the SEBI LODR, as amended from time to time. The information being provided to the Board inter-alia includes the following:

- Quarterly/ Half-yearly and Annual Financial Results of the Company.
- Minutes of the Audit Committee meetings, Board meetings and other committee meetings.
- Minutes of the Board meetings of the Subsidiary Companies.
- Capital and Revenue Budgets, along with any changes.
- Particulars of Related Party Transactions.
- Writing off of Bad Debts.
- Sale of material nature of investments, subsidiaries, assets.
- Information regarding major investments, incorporation of new subsidiaries and Joint Ventures, and Strategic Alliances.
- Any changes in material accounting policies.
- Compliance of various laws by the Company.
- Major orders secured and bids lost.
- Disclosure of interests made by Directors to the Company.
- Action Taken Report on the previous decisions made by the Board.
- Compliance/ Reports submitted with Stock Exchanges under SEBI LODR.
- All other information required to be presented to the Board for information, approval and review.

## 2.6 NEW DIRECTORS APPOINTED/ RE-APPOINTED DURING FY 2024-25:

- Shri Ashish Bansal [DIN: 10328174]- (from April 29, 2024 to July 1, 2024)**

Shri Ashish Bansal, aged 54 years, holds an Engineering degree from Thapar Institute of Engineering & Technology and Post Graduate Diploma in Structural Engineering from Punjab Engineering College Chandigarh. He belongs to Indian Railway Services of Engineers (IRSE) of 1989 batch.

At the time of joining IRCON, he was working as PED/Tr. (M&MC), Railway Board. He has vast and varied experience in Railways. He worked as Divisional Railway Manager at Dhanbad. He has experience of Underground construction in DMRC.

### b. Shri Hari Mohan Gupta [DIN: 08453476] – (from July 1, 2024 onwards):

Shri Hari Mohan Gupta is an Indian Railway Officer (IRSE-1989), Civil Engineering from IIT/Roorkee. Before joining as CMD/IRCON, he was holding the position of Director (*Infra*) of DFCCIL for around 4 years and during this tenure, 1404 Route Kms (3173 Track Kms) double line electrified with automatic signalling of WDFC got Commissioned. He also worked as ED/Works in MoR, Railway Board from April 23, 2019 to October 12, 2020.

Before ED/Works, he worked for 7 years on deputation on a challenging Iconic Project as Chief Project Manager of Rewari-Dadri section of WDFC in DFCCIL and was instrumental in acquisition of land in 7 Prime Districts (*Rewari, Alwar, Mewat, Gurgaon, Palwal, Faridabad & GB Nagar of UP*), ensuring Forestry clearances in all Districts including special permission to pass through Aravali Ranges by making a tunnel in Aravali Hills, getting freehold land in Noida & getting Noida-Greater Noida metro alignment changed to accommodate DFC alignment. All designs & drawings of the project components were finalized during his tenure and construction activities all along the alignment started in a big way.

He is also having experience of track maintenance, repair/maintenance/overhauling



## CORPORATE GOVERNANCE REPORT

of huge Railway track machines, tendering/contract finalization/arbitration/administration of Zonal Railways etc. and while working as ED/Works, he gained lot of experience in project monitoring, financing & other related fields.

In July' 24, he took charge of CMD/IRCON and ensured commissioning of projects across various infrastructure sectors like USBRL (Jammu-Kashmir) Rail Project of J&K, doubling of Kiul-Gaya Rail project, Katni-Singrauli Rail Doubling project, iconic MP Katni Grade separator project, massive electrification of North Frontier Railway, converting Mechanical interlocking to Electronic interlocking of Northern Railway, upgradation of Maho-Umanthai Rail track of Sri Lanka, laying of Khulna-Mongla New Rail line in Bangladesh, commissioning of Solar Power in Karnataka for Indian Railways, commissioning of Modern Tunnel communication systems, Rigid overhead catenary system in Tunnels, overhead electrification in Rapid Rail NCRTC project, faster execution of Highway projects etc.

In addition, he also developed the separate Electrical & S&T verticals in Business Development wing of the company. Since, the Human Resource of any company is the main driving force for the growth of the company, hence, he ensured various policy changes for uplifting the satisfaction & ownership of the employees.

His vision for the company is to leverage the business strengths, industrial knowledge, and experience of infrastructure projects to achieve a profitable and sustainable growth for the company through robust contract management, efficient execution, design innovation and use of advanced technology.

As a responsible head of a public sector organization, he recognizes his duty to make IRCON a socially responsible company and to set a high benchmark to meet larger social goals. He intends to put in place a properly designed and consistently enforced system of operational and financial controls, safeguard the resources, generate reliable financial reports and comply with all laws and regulations.

He is very passionate & hardworking person & approach to leadership has always been to accommodate input from each and every member of team, keep their motivation high and pursue the project on a mission mode. He truly believes in the power of honesty,

integrity, perseverance & a healthy work culture in an organization, hence, always ensured on maintaining good interpersonal relations across various departments, seniors & juniors. This has not only brought harmony in his working but has also helped him in getting faster clearances & approvals from various State Governments & Authorities.

**c. Shri Anupum Singh [DIN: 10637375]- (from November 06, 2024 onwards):**

Shri Anupum Singh, aged 49 years, holds a bachelor's degree in Civil Engineering from Motilal Nehru Regional Engg. College (MNREC), Allahabad. He is presently working as Executive Director (Bridge & Structure – II), Railway Board, Ministry of Railways, Government of India. Before the present assignment, he has worked in various capacities as Sr.DEN, Sr.DEN/C, Dy. Chief Engineer/Construction, Chief Engineer/construction & ADRM.

**d. Shri Anand Bhatia [DIN: 10937265]- (from February 04, 2025 onwards):**

Shri Anand Bhatia belongs to Indian Railway Services of Engineers (IRSE) of 1988 batch and holds a Post Graduate Degree in Structural Engineering from IIT/Delhi. He is working as Additional Member (Civil Engg.), Railway Board since 16<sup>th</sup> January, 2025. He has over 35 years of enriched and varied experience in Railways, especially in execution and management of Railway Projects in various capacities like Senior Deputy General Manager, Divisional Railway Manager, Additional Division Railway Manager etc.

Detailed profile of all the existing Directors can be viewed on the website of the Company [www.ircon.org](http://www.ircon.org)

### 2.7 DETAILS OF REASONS FOR THE RESIGNATION OF INDEPENDENT DIRECTORS, IF ANY:

During FY 2024-25, none of the Independent Directors resigned or vacated their office before the expiry of their tenure. The tenure of following four Independent Directors ended during the Financial Year 2024-25:

- (i) Shri Ajay Kumar Chauhan (DIN: 09394953), Independent Director, ceased due to end of tenure on November 08, 2024;
- (ii) Shri Dipendra Kumar Gupta (DIN: 09398271), Independent Director, ceased due to end of tenure on November 08, 2024;
- (iii) Smt. Ranjana Upadhyay (DIN: 07787711),

# CORPORATE GOVERNANCE REPORT

Independent Director, ceased due to end of tenure on November 08, 2024;

- (iv) Dr. Kartik Chandulal Bhadra (DIN: 09453387), Independent Director, ceased due to end of tenure on December 28, 2024

## 2.8 BOARD INDEPENDENCE

During the FY 2024-25, all the Independent Directors have given the declaration that they meet the criteria of Independence as per the provisions of the Companies Act, 2013 and SEBI LODR, as amended from time to time which has been taken on record by the Board at its meeting.

## 2.9 FAMILIARISATION PROGRAMME / TRAINING FOR BOARD MEMBERS:

The Company has framed a training policy for its directors, which aims at honing leadership qualities and providing a platform to share the knowledge, skills and expertise gained by the Directors. They are also provided documents about the Company which includes the Company's Profile, Memorandum and Articles of Association, Brochure, Annual Report, MoU targets and achievements, a paper on "Ethics & Governance"- a perspective by CVC, and Board approved policies, terms of reference of Committees of Board. Along with this, the Company also provides with information on provisions on duties, responsibilities, disqualification of Directors under SEBI LODR, DPE Guidelines and the Companies Act, 2013 and any other law as required.

The Company familiarises the Independent Directors with the activities and functioning of the Company and their roles, rights and responsibilities, nature of the industry in which the Company operates and the business model etc., through various programmes and presentations. The details of such familiarization programmes are disclosed on the Company's website 'www.ircon.org' at web link <https://www.ircon.org/images/file/cosecy/FamiliarisationprogramsofIDs.pdf>

## 3. BOARD COMMITTEES

In compliance with requirements under Regulation 17 of the SEBI LODR, Companies Act, 2013, DPE Guidelines and other requirements, the Board of Directors has constituted the following committees:

- i. Audit Committee
- ii. Nomination and Remuneration Committee
- iii. Stakeholders' Relationship Committee

- iv. Risk Management Committee
- v. Corporate Social Responsibility & Sustainability Committee
- vi. Project Progress Review Committee.

The Chairman of the Board/ Committees, in consultation with the Company Secretary determines the frequency of the meetings of the Board/ Committees. The recommendations of the Committees are submitted to the Board for approval.

## 3.1 AUDIT COMMITTEE

### 1. TERMS OF REFERENCE

The terms of reference of the Audit Committee specified by the Board are in conformity with the of Regulations 18 and 24(2) of SEBI LODR and Regulation 9A (4) of SEBI (Prohibition of Insider Trading) Regulations, 2015 (**SEBI PIT**), Section 177 of the Companies Act, 2013, Chapter 4 of the DPE Guidelines as amended from time to time. The terms of reference are as follows:

#### A. Financial Statements:

- 1. Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible.
- 2. Reviewing, with the management, the annual financial statements and auditor's report thereon before submission to the Board for approval, with particular reference to:
  - i. Matters required to be included in the Director's Responsibility Statement to be included in the Board's Report in terms of Section 134(3)(c) of the Companies Act, 2013;
  - ii. Changes, if any, in accounting policies and practices and reasons for the same;
  - iii. Major accounting entries involving estimates based on the exercise of judgment by management;
  - iv. Significant adjustments made in the financial statements arising out of audit findings;
  - v. Compliance with listing and other legal requirements relating to financial statements;
  - vi. Disclosure of any related party transactions;

## CORPORATE GOVERNANCE REPORT

- vii. Qualifications / modified opinion(s) in the draft audit report, if any;
- viii. Reviewing Management Discussion and Analysis of financial condition and results of operations;
- 3. Reviewing, with the management, the quarterly financial results and Auditors Report thereon before submission to the Board for approval.
- 4. Reviewing, with the management, the statement of uses/application of funds raised through an issue (public issue, rights issue, preferential issue), the statement of funds utilised for purposes other than those stated in the offer document/prospectus/notice and the report submitted by the monitoring agency monitoring the utilisation of proceeds of a public or rights issue, to review the statement of deviation(s), in terms of Regulations 32(1) and (7) of SEBI LODR and making appropriate recommendations to the Board to take up steps in this matter.

### **B. Auditor and Internal Control:**

- 5. Recommendation to the Board for fixation of remuneration of auditors of the Company;
- 6. Approval of payment to statutory auditors for any other services rendered by them;
- 7. Reviewing the appointment, removal and terms of remuneration of the internal auditor;
- 8. Reviewing, with the management, performance of statutory and internal auditor, adequacy of internal control systems; reviewing & monitoring the auditor's independence & performance and effectiveness of the audit process;
- 9. Discussions with the Statutory Auditors before the audit commences, about the nature and scope of audit as well as post-audit discussions to ascertain any area of concern.
- 10. Discussions with the Statutory Auditors/Internal Auditors periodically about internal control systems including reviewing management letters/letters of internal control weaknesses issued by the Statutory Auditors.
- 11. Reviewing the adequacy of the internal audit function, if any, including the structure of the internal audit department, staffing and seniority of the official heading the department, reporting structure, coverage and frequency of internal audit.
- 12. Discussion with internal auditors of any significant findings and follow-up thereon.
- 13. Evaluation of internal financial controls and risk management systems.
- 14. Reviewing the findings of any internal investigations by the internal auditors/ auditors/ agencies into matters where there is suspected fraud or irregularity or a failure of internal control systems of material nature and reporting the matter to the Board.

### **C. Related Party Transactions:**

- 15. Approval or any subsequent modification of transactions of the Company with related parties; and other approvals required as per the Related Party Transactions Policy of the Company.

### **D. C&AG Audit / COPU:**

- 16. Review the follow-up action taken on the audit observations of the C&AG audit and Committee on Public Undertakings (COPU) of the Parliament.

### **E. Subsidiary Company:**

- 17. Reviewing the utilisation of loans and/ or advances from/ investment by the holding company in the subsidiary exceeding ₹100 Crore or 10% of the asset size of the subsidiary, whichever is lower including existing loans/ advances/investments.
- 18. Reviewing the financial statements and in particular the investments made by the unlisted subsidiary.

### **F. Others:**

- 19. Scrutiny of inter-corporate loans and investments.
- 20. Valuation of undertakings or assets of the company, wherever it is necessary.
- 21. To look into the reasons for substantial defaults in the payment to the depositors, debenture holders, shareholders (in case of non-payment of declared dividends) and creditors.
- 22. To review the functioning of the whistle blower mechanism and to protect whistle blowers.
- 23. Reviewing, after the close of the financial year, the compliance with respect to the provisions of SEBI PIT to verify that the



## CORPORATE GOVERNANCE REPORT

systems for internal control are adequate and are operating effectively.

24. The Audit Committee shall have authority to investigate any activity within its terms of reference and for this purpose seek information from any employee, obtain outside legal or other professional advice (subject to the approval of the Board of Directors) and have full access to the information contained in the records of the Company, secure attendance of outsiders with relevant expertise, if it considers necessary.
25. Any other work as may be decided by the Board; and as may be required under any other amendment in the Companies Act, 2013 or DPE Guidelines, or SEBI LODR or any other

SEBI Rules and Regulations, made from time to time.

### 2. COMPOSITION, MEETINGS AND ATTENDANCE

The composition, quorum, role, terms of reference, scope etc. of the Audit Committee are in accordance with Section 177 of the Companies Act, 2013, read with Rule 6 and 7 of the Companies (Meetings of the Board and its Power) Rules, 2014, Regulations 18 and 24(2) of the SEBI LODR and Chapter 4 of the DPE Guidelines as amended from time to time.

The Committee has been re-constituted as and when there has been a change in directors. The composition of Audit Committee during the year was as follows:

S. No.	Name of Audit Committee members	Designation	Date of appointment	Date of cessation
1.	Shri Ajay Kumar Chauhan, Independent Director	Chairman	18-11-2021	08-11-2024
2.	Smt. Ranjana Upadhyay, Independent Director	Member	18-11-2021	08-11-2024
3.	Shri Dhananjaya Singh, Govt. Nominee Director	Member	01-08-2022	06-11-2024
4.	Dr. Kartik Chandulal Bhadra, Independent Director	Chairman	09-11-2024	28-12-2024
5.	Shri Brijesh Kumar Gupta, Govt. Nominee Director	Member	09-11-2024	31-12-2024
6.	Shri Anupum Singh, Govt. Nominee Director	Member	09-11-2024	-
7.	Shri Anand Bhatia, Govt. Nominee Director*	Chairman	04-02-2025	-
8.	Shri Parag Verma, Director (Works)**	Member	04-02-2025	-

\* Shri Anand Bhatia, was Chairman of the Committee (w.e.f. 04.02.2025 and till 15.05.2025) and he continued to be member of the Audit Committee w.e.f. 15.05.2025.

\*\* Shri Parag Verma, was member of the Committee (w.e.f. 04.02.2025 and till 30.04.2025)

Shri N. C Karmali, was member of the Committee (w.e.f. 09.05.2025 and till 15.05.2025).

Shri Varadharajan T., appointed as Chairman of the Committee (w.e.f 15.05.2025)

Smt. Pratibha Aggarwal, Company Secretary is the Secretary to the Committee (w.e.f 21.05.2024).

Smt. Pooja Gurwala was the Secretary to the Committee (till 21.05.2024).

During FY 2024-25, the Audit Committee met Seven (7) times. Items discussed/ approved by the Audit Committee inter-alia include Quarterly & Annual Financial Results/ Statements, Capital Budgets, Investment into subsidiaries/ joint ventures, Related Party Transactions, Internal Financial Controls, Change in Accounting Policy, Cost Audit Report, Internal Audit Framework, reports under SEBI PIT, review of arbitration and litigation matters, C&AG Paras etc.

Details of the number of meetings of the Audit Committee held and attendance details for the FY 2024-25 are mentioned below:

## CORPORATE GOVERNANCE REPORT

Name of Member	Meeting date							Total meetings held during the tenure	No. of meetings attended
	21.05.2024	18.07.2024	08.08.2024	07.11.2024	18.12.2024	11.02.2025	26.03.2025		
Shri Ajay Kumar Chauhan	Yes	Yes	Yes	Yes	NA	NA	NA	4	4
Smt. Ranjana Upadhyay	Yes	Yes	Yes	Yes	NA	NA	NA	4	4
Shri Dhananjaya Singh	No	No	No	NA	NA	NA	NA	3	0
Dr. Kartik Chandulal Bhadra	NA	NA	NA	NA	Yes	NA	NA	1	1
Shri Brijesh Kumar Gupta	NA	NA	NA	NA	Yes	NA	NA	1	1
Shri Anand Bhatia	NA	NA	NA	NA	NA	Yes	Yes	2	2
Shri Anupum Singh	NA	NA	NA	NA	Yes	Yes	Yes	3	3
Shri Parag Verma	NA	NA	NA	NA	NA	Yes	Yes	2	2

Shri Ajay Kumar Chauhan, Chairman of the Audit Committee was present at the Annual General Meeting held on September 12, 2024 to answer the queries of the shareholders.

The above meetings of Audit Committee were also attended by Company Secretary as the Secretary to Committee, Director (Finance) and Chief Financial Officer as permanent invitees. Further, CGM (Finance), Internal Auditors, Statutory Auditors and Cost Auditors and Functional Heads as Special Invitees, were also invited subject to their requirement and attended the meetings to provide necessary inputs to the Audit Committee. The recommendations of the Audit Committee were accepted by Board of Directors during the financial year 2024-25.

### 3.2 NOMINATION AND REMUNERATION COMMITTEE (NRC)

#### 1 TERMS OF REFERENCE:

The terms of reference of the Nomination and Remuneration Committee (NRC) include the areas specified by SEBI LODR, Section 178 of the Companies Act, 2013, DPE Guidelines as amended from time to time [except for the matters related with the Directors as the same have been exempted for the government companies under the Companies Act, 2013 as well as by SEBI vide its letter dated April 02, 2018 to IRCON].

The terms of reference of the Nomination and Remuneration Committee are as follows:

- To decide and approve the annual bonus/ variable pay pool/performance-related pay and policy for its distribution

across executives and non-unionised supervisors within limits prescribed in the DPE Guidelines.

- To review the policies for the selection and removal of persons in Senior Management and other employees as per DPE and other Government Guidelines and recommend the same for approval to the Board.
- To identify persons who may be appointed in senior management in accordance with the criteria laid down, recommend to the Board their appointment and removal.
- To recommend to the Board of Directors a policy relating to the remuneration, in whatever form, for the key managerial personnel, senior management and other employees.
- To carry out any other functions as may be included under the Companies Act 2013, or DPE Guidelines, or SEBI LODR.

Explanation: Senior Management shall mean officers/personnel of the Company who are members of management one level below the Whole Time Directors and include Functional Heads, at the level of Executive Directors or Project Directors (at Executive Directors level), directly reporting to Chairman & Managing Director/ Whole Time Directors, the Chief Vigilance Officer, and persons identified and designated as Key Managerial Personnel, other than the Board of Directors.

## CORPORATE GOVERNANCE REPORT

### 2 COMPOSITION, MEETINGS AND ATTENDANCE:

The composition, terms of reference, quorum, and the scope of Nomination & Remuneration Committee are in accordance with the Companies Act, 2013, SEBI LODR and DPE Guidelines as amended from time to time.

The Committee has been re-constituted as and when there has been a change in directors. The composition of NRC during the year was as follows:

S. No.	Name of NRC Committee members	Designation	Date of appointment	Date of cessation
1.	Shri Ajay Kumar Chauhan, Independent Director	Chairman	18-11-2021	08-11-2024
2.	Shri Dipendra Kumar Gupta, Independent Director	Member	18-11-2021	08-11-2024
3.	Shri Dhananjaya Singh, Govt. Nominee Director	Member	01-08-2022	06-11-2024
4.	Dr. Kartik Chandulal Bhadra, Independent Director	Chairman	09-11-2024	28-12-2024
5.	Shri Brijesh Kumar Gupta, Govt. Nominee Director	Member	09-11-2024	31-12-2024
6.	Shri Anupum Singh, Govt. Nominee Director	Member	09-11-2024	-
7.	Shri Anand Bhatia, Govt. Nominee Director*	Chairman	07-03-2025	-
8.	Shri Hari Mohan Gupta, Chairman and Managing Director**	Member	07-03-2025	-

\*Shri Shri Anand Bhatia, was chairman of the Committee (w.e.f. 07-03-2025 and till 15-05-2025) and he continued to be member of the Committee w.e.f. 15-05-2025.

\*\*Shri Hari Mohan Gupta, was member of the Committee (w.e.f. 07-03-2025 and till 15-05-2025).

Shri Varadharajan T. appointed as Chairman of the Committee (w.e.f. 15-05-2025).

Smt. Pratibha Aggarwal, Company Secretary is the Secretary to the Committee (w.e.f. 21-05-2024).

Smt. Pooja Gurwala was the Secretary to the Committee (till 21-05-2024).

During FY 2024-25, six (6) meetings of the Nomination & Remuneration Committee were held. Details of the number of meetings of the NRC held and attendance details for the FY 2024-25 are mentioned below:

Name of Member	Meeting date						Total meetings held during the tenure	No. of meetings attended
	06.05.2024	20.05.2024	18.07.2024	08.08.2024	18.12.2024	26.03.2025		
Shri Ajay Kumar Chauhan	Yes	Yes	Yes	Yes	NA	NA	4	4
Shri Dipendra Kumar Gupta	Yes	Yes	Yes	Yes	NA	NA	4	4
Shri Dhananjaya Singh	Yes	No	Yes	No	NA	NA	4	2
Dr. Kartik Chandulal Bhadra	NA	NA	NA	NA	Yes	NA	1	1
Shri Brijesh Kumar Gupta	NA	NA	NA	NA	Yes	NA	1	1
Shri Hari Mohan Gupta	NA	NA	NA	NA	NA	No	1	0
Shri Anand Bhatia	NA	NA	NA	NA	NA	Yes	1	1
Shri Anupum Singh	NA	NA	NA	NA	Yes	Yes	2	2



## CORPORATE GOVERNANCE REPORT

Shri Ajay Kumar Chauhan, Chairman of the Nomination & Remuneration Committee was present at the Annual General Meeting held on September 12, 2024 to answer queries of the shareholders.

### 3 PERFORMANCE EVALUATION OF BOARD MEMBERS:

Ministry of Corporate Affairs (MCA) has, vide its notification dated June 05, 2015, notified the exemptions to Government Companies from certain provisions of the Companies Act, 2013 which inter-alia provides that Section 134(3)(p) regarding a statement indicating the manner of formal annual evaluation of Board, shall not apply to Government Companies in case the Directors are evaluated by the Ministry which is administratively in charge of the Company as per its evaluation methodology. Further, the aforesaid circular issued by the MCA has also exempted sub-section (2), (3) & (4) of Section 178 of the Companies Act, 2013 regarding the appointment, performance evaluation and remuneration for Government Companies.

Further, MCA vide its notification dated July 05, 2017 has made an amendment in the Schedule IV of the act, whereby it has exempted Government Companies from complying with the requirement of performance evaluation by the Independent Directors of Non-Independent Directors and Chairman and performance evaluation of the Independent Director by the Board if the concerned department or ministries have specified these requirements.

In this regard, the DPE has already laid down a mechanism for performance appraisal of all Functional Directors. The performance evaluation of Functional Directors is done through a system of Annual Performance Appraisal Report (APAR) by MoR. Further, the performance evaluation of the Company is done through the evaluation of the Memorandum of Understanding (MoU) entered with MoR, and the said evaluation is submitted to DPE through the Administrative Ministry. The MoU targets are cascaded down and form an integral part of the performance appraisal of the individuals and the team. The internal MoU covers various parameters including financial, non-financials and compliances of government guidelines etc.

In respect of Government Nominee Directors, their evaluation is done by the MoR as per the procedure laid down. Since Independent Directors are also appointed by the GoI, their evaluation is also done by the MoR and finally by DPE.

### 3.3 STAKEHOLDERS' RELATIONSHIP COMMITTEE:

#### 1 TERMS OF REFERENCE

Terms of Reference of the Stakeholders' Relationship Committee includes the following areas as specified under Section 178 of the Companies Act, 2013, along with Regulation 20 of the SEBI LODR:

- a) To look into the various aspect of interest of shareholders, debenture holders and other security holders.
- b) To consider and resolve grievances of the security holders of the Company, including complaints in relation to transfer/transmission of shares, non-receipt of the annual report, non-receipt of declared dividends, issue of new/duplicate certificates and general meetings.
- c) Review of measures taken for the effective exercise of voting rights by shareholders.
- d) Review of adherence to the service standards adopted in respect of various services being rendered by Registrar & Share Transfer Agent.
- e) Review of the various measures and initiatives taken for reducing the quantum of unclaimed dividends and ensuring timely receipt of dividend warrants/annual reports/statutory notices by the shareholders.
- f) To carry out any other function as may be required under Companies Act 2013, or DPE Guidelines, or SEBI LODR or other matters, if any, required by the stock exchanges from time to time.

#### 2 COMPOSITION, MEETINGS AND ATTENDANCE:

The Composition, terms of reference, quorum, and the scope of Stakeholder's Relationship Committee (SRC) are in accordance with the Companies Act, 2013 and SEBI LODR.

The Committee has been re-constituted as and when there has been a change in directors. The composition of SRC during the year was as follows:

## CORPORATE GOVERNANCE REPORT

S. No.	Name of SRC Committee members	Designation	Date of appointment	Date of cessation
1.	Shri Dhananjaya Singh, Govt. Nominee Director	Chairman	26-03-2021	06-11-2024
2.	Dr. Kartik Chandulal Bhadra, Independent Director	Member	27-05-2022	28-12-2024
3.	Smt. Ragini Advani, Director (Finance)	Member	27-05-2022	-
4.	Shri Anupum Singh, Govt. Nominee Director*	Chairman	09-11-2024	04-02-2025
		Member	04-02-2025	-
5.	Shri Anand Bhatia, Govt. Nominee Director	Chairman	04-02-2025	-

\*Shri Anupum Singh was member of the committee (till 15-05-2025)

Shri Varadharajan T. was appointed as member of the Committee (w.e.f. 15-05-2025)

Smt. Pratibha Aggarwal, Company Secretary is the Secretary to the Committee (w.e.f. 21-05-2024).

Smt. Pooja Gurwala was the Secretary to the Committee (till 21-05-2024)

### 3 MEETINGS AND ATTENDANCE:

During FY 2024-25, the Committee met once. Details of meeting and attendance details of the SRC are mentioned below:

Name of Member	Meeting Date 18.12.2024	Total Meeting held during the tenure	No. of Meetings attended
Shri Dhananjaya Singh	NA	0	0
Dr. Kartik Chandulal Bhadra	Yes	1	1
Smt. Ragini Advani	Yes	1	1
Shri Anupum Singh	Yes	1	1
Shri Anand Bhatia	NA	0	0

Shri Dhananjaya Singh, Chairman of the Stakeholders and relationship committee was present at the Annual General Meeting held on September 12, 2024 to answer queries of the shareholders.

### 4 NAME AND DESIGNATION OF COMPANY SECRETARY & COMPLIANCE OFFICER:

Smt. Pooja Gurwala was appointed as Company Secretary and KMP of the Company w.e.f. 28.11.2023 and ceased to be Company Secretary w.e.f. 21.05.2024. Further, Shri Ankit Jain (having membership no. A35053) was appointed as Compliance Officer of the Company under SEBI (LODR) Regulations, 2015 w.e.f. 28.11.2023 and ceased as Compliance Officer of the Company w.e.f. 11.02.2025.

Further, Smt. Pratibha Aggarwal (having membership no. F8874) was appointed as Company Secretary and KMP of the Company w.e.f. 21.05.2024 and as Compliance Officer of the Company w.e.f. 11.02.2025.

### 5 DETAILS OF SHAREHOLDER'S COMPLAINTS

The Company as well as the Registrar and Transfer Agent of the Company have attended the Investor's grievances expeditiously. At the beginning of the year i.e., as on April 01, 2024, no complaints was pending and a total of 3 complaints from shareholders were received during the year 2024- 25. All complaints / grievances were resolved to the satisfaction of the shareholders. The details are as follows:

NATURE OF COMPLAINT	PENDING COMPLAINTS (as on 01.04.2024)	RECEIVED	RESOLVED	PENDING (as on 31.03.2025)
SEBI	0	3	3	0
BSE	0	0	0	0
NSE	0	0	0	0
NSDL/CDSL	0	0	0	0
Others	0	0	0	0

## CORPORATE GOVERNANCE REPORT

### 3.4 RISK MANAGEMENT COMMITTEE

As per SEBI LODR, the requirement of constituting Risk Management Committee (**RMC**) in the Company became applicable with effect from April 01, 2019; however, the Company was already having Board level Risk Management Committee since 2014.

#### 1 TERMS OF REFERENCE:

The terms of reference of the Risk Management Committee includes:

- Identification of key risk bearing activities.
- Classification of gaps with respect to risk potential as compared to best business practices: Minor, significant or critical, substantial or major.
- Identifying gaps in the current business process for any uncovered potential threat.
- Setting up risk assessment control systems.
- Providing guidelines relating to drafting/ modification of Business Operating Procedures, and their documentation.
- Review of risk assessment reports compiled by Rapid Action Group and giving directions for improvements and Providing feedback on the Rapid Action Group's report on the operational capabilities, and preparedness of IRCON for potential business.
- Formulate a detailed risk management policy which shall include: A framework for identification of internal and external risks specifically faced by the listed entity, in particular including financial, operational, sectoral, sustainability (particularly, ESG related risks), information, cyber security risks or any other risk as may be determined by the Committee; Measures for risk mitigation including systems and processes for internal control of identified risks; Business continuity plan.
- Ensuring that appropriate methodology, processes and systems are in place to monitor and evaluate risks associated with the business of the Company.

- Keeping the Board of Directors informed about the nature and content of its discussions, recommendations and action to be taken.
- Reviewing the appointment, removal and terms of remuneration of the Chief Risk Officer (if any) who shall be appointed by Chairman and Managing Director by issue of Office Order.
- Monitoring and overseeing implementation of the risk management policy, including evaluating the adequacy of risk management systems.
- Periodically reviewing the risk management policy, at least once in two years, including by considering the changing industry dynamics and evolving complexity.
- Coordinate its activities with other committees, in instance, where there is any overlap with activities of such committees, as per the framework laid down by the Board.
- To seek information from any employee, obtain outside legal or other professional advice and secure attendance of outsiders with relevant expertise, if required.

#### 2 COMPOSITION, MEETINGS AND ATTENDANCE:

The composition, terms of reference, quorum and the scope of RMC are in accordance with the statutory requirements of SEBI LODR.

The Company has a Risk Management Committee comprising of four Board Members, including one Independent Director. A rapid action group comprising of top-level management and Business Unit Heads (Project / Functional Heads) is also in place and the objective of the group is to mitigate key risks-inherent in Business process and maintain productivity and efficiency.

The Committee has been re-constituted as and when there has been a change in directors. The composition of RMC during the financial year was as follows:

S. No.	Name of RMC Committee members	Designation	Date of appointment	Date of cessation
1.	Shri Parag Verma, Director (Works)*	Chairman	11-11-2022	-
2.	Smt. Ragini Advani, Director (Finance)	Member	27-05-2022	-
3.	Shri Anand Kumar Singh, Director (Projects)	Member	07-07-2023	-
4.	Dr. Kartik Chandulal Bhadra, Independent Director	Member	27-05-2022	28-12-2024
5.	Shri Anupum Singh, Govt. Nominee Director**	Member	04-02-2025	-

\* Shri Parag Verma ceased as Chairman of the committee (w.e.f. 30-04-2025)

\*\*Shri Anupum Singh ceased as member of the committee (w.e.f. 15-05-2025)



## CORPORATE GOVERNANCE REPORT

Shri Varadharajan T. appointed as member of the Committee (w.e.f. 15-05-2025)

Shri Ajit Kumar Misra appointed as member of the Committee (w.e.f. 15-05-2025)

Shri Anand Kumar Singh appointed as Chairman of the Committee (w.e.f. 09-05-2025)

Shri N. C Karmali was member of the Committee (w.e.f. 09.05.2025 and till 15.05.2025)

**3 During FY 2024-25, two (2) meetings of Risk Management Committee were held. Details of the number of meetings of the RMC held and attendance details are mentioned below:**

Name of Member	Meeting Date		Total Meetings held during the tenure	No. of Meetings attended
	02.05.2024	19.11.2024		
Shri Parag Verma	Yes	Yes	2	2
Smt. Ragini Advani	Yes	Yes	2	2
Shri Anand Kumar Singh	Yes	Yes	2	2
Dr. Kartik Chandulal Bhadra	Yes	Yes	2	2
Shri Anupum Singh	NA	NA	0	0

### 3.5 CORPORATE SOCIAL RESPONSIBILITY & SUSTAINABILITY COMMITTEE (CSR COMMITTEE)

- 1 The terms of reference of the CSR Committee, inter-alia, includes –
  - a. To oversee the implementation of the Corporate Social Responsibility and Sustainability Policy of the Company and to assist the Board to formulate suitable policies and strategies to take the Corporate Social Responsibility and Sustainability agenda of the Company forward in the desired direction.
  - b. To appoint a Nodal officer for CSR, not below the rank of a Chief General Manager level official, and his team of officials, as thought appropriate in terms of the Guidelines.
  - c. To recommend the Corporate Social Responsibility activities, under the Board approved Corporate Social Responsibility and Sustainability Policy of the Company and as per Schedule VII of the Companies Act, 2013 and DPE Guidelines, and put up to the Board for approval/ratification.

- d. To evolve modalities not only promptly identify Corporate Social Responsibility activities but also to get the necessary clearances at the appropriate level and the Board whenever required, for carrying on the identified activities, and to attain the objectives well in time in a streamlined manner.

#### 2 COMPOSITION, MEETINGS AND ATTENDANCE:

The composition, terms of reference, quorum and other matters in relation to the Corporate Social Responsibility & Sustainability Committee (CSR Committee) are as per the requirements specified under Section 135 of the Companies Act, 2013 and the applicable rules thereunder, and DPE Guidelines on CSR and Sustainability, 2014.

The Committee has been re-constituted as and when there has been a change in directors. The composition of CSR Committee during the financial year was as follows:

S. No.	Name of CSR Committee members	Designation	Date of appointment	Date of cessation
1.	Smt. Ranjana Upadhyay, Independent Director	Chairperson	18-11-2021	08-11-2024
2.	Shri Dhananjaya Singh, Govt. Nominee Director	Member	01-08-2022	06-11-2024
3.	Shri Parag Verma, Director (Works)*	Member	01-01-2023	-
4.	Dr. Kartik Chandulal Bhadra, Independent Director	Member	09-11-2024	28-12-2024
5.	Shri Anupum Singh, Govt. Nominee Director	Member	09-11-2024	-
6.	Shri Anand Bhatia, Govt. Nominee Director**	Chairman	04-02-2025	-

\*Shri Parag Verma ceased to be the member of the committee (w.e.f 30-04-2025)

\*\* Shri Anand Bhatia ceased to be Chairman of the Committee (w.e.f. 15-05-2025)

## CORPORATE GOVERNANCE REPORT

Smt. Ragini Advani was nominated as Member of the CSR Committee w.e.f. 09-05-2025 and designated as Chairperson of the Committee (w.e.f. 15-05-2025)

Shri Varadharajan T. appointed as member of the Committee (w.e.f. 15-05-2025)

Smt. Pratibha Aggarwal, Company Secretary is the Secretary to the Committee (w.e.f. 21-05-2024).

Smt. Pooja Gurwala was the Secretary to the Committee (till 21-05-2024).

The details of the CSR & Sustainability activities of the Company are provided in the Annual Report and placed on the website of the Company.

### 3 MEETINGS AND ATTENDANCE:

During FY 2024-25, the Committee met four (4) times. Details of meeting and attendance details of the CSR Committee are mentioned below:

Name of Member	Meeting date				Total meetings held during the tenure	No. of meetings attended
	07.06.2024	06.08.2024	10.02.2025	18.03.2025		
Smt. Ranjana Upadhyay	Yes	Yes	NA	NA	2	2
Shri Dhananjaya Singh	No	Yes	NA	NA	2	1
Shri Parag Verma	Yes	Yes	Yes	Yes	4	4
Dr. Kartik Chandulal Bhadra	NA	NA	NA	NA	0	0
Shri Anand Bhatia	NA	NA	Yes	Yes	2	2
Shri Anupum Singh	NA	NA	Yes	Yes	2	2

### 3.6 PROJECT PROGRESS REVIEW COMMITTEE:

The Project Progress Review Committee (**PRC**) was formed by the Board of Directors to review the physical progress and allied activities strictly related to physical progress of the on-going projects (except PMC projects) of the Company and to address possible roadblocks in the smooth execution of the projects.

#### 1. COMPOSITION, MEETINGS AND ATTENDANCE:

The Committee has been re-constituted as and when there has been a change in directors. The composition of PRC during the year was as follows:

S. No.	Name of PRC Committee members	Designation	Date of appointment	Date of cessation
1.	Shri Dhananjaya Singh, Govt. Nominee Director	Chairman	01-08-2022	06-11-2024
2.	Shri Parag Verma, Director (Projects)*	Member	21-09-2022	-
3.	Shri Anand Kumar Singh, Director (Projects)	Member	07-07-2023	-
4.	Shri Dipendra Kumar Gupta, Independent Director	Member	17-12-2021	08-11-2024
5.	Shri Anupum Singh, Govt. Nominee Director	Chairman	09-11-2024	-

\*Shri Parag Verma ceased to be member of the committee (w.e.f. 30-04-2025)

## CORPORATE GOVERNANCE REPORT

Shri Vardharajan T. appointed as member of the Committee (w.e.f. 15-05-2025).

Shri Ajit Kumar Mishra appointed as member of the Committee (w.e.f. 15-05-2025).

Smt. Pratibha Aggarwal, Company Secretary is the Secretary to the Committee (w.e.f 21-05-2024).

Smt. Pooja Gurwala was the Secretary to the Committee (till 21-05-2024),.

### 2. MEETINGS AND ATTENDANCE:

During FY 2024-25, the Committee met once. Details of meeting and attendance details of the PRC are mentioned below:

Name of Member	Meeting Date 06.11.2024	Total Meeting held during the tenure	No. of Meetings attended
Shri Parag Verma	No	1	0
Shri Anand Kumar Singh	Yes	1	1
Shri Dhananjaya Singh	No	1	0
Shri Dipendra Kumar Gupta	Yes	1	1
Shri Anupum Singh	NA	0	0

### 3.7 MEETING OF INDEPENDENT DIRECTORS:

As per Schedule IV of the Companies Act, 2013, SEBI LODR to the extent applicable and DPE-OM dated December 28, 2012 (as amended), during the FY 2024-25, one meeting of the Independent Directors was held on November 08, 2024. Further, suggestions by the independent Directors, if any in their report were duly considered for suitable action by the Company.

nominated on the Board do not draw any remuneration from the Company for their role as a director and they draw their remuneration under Central Dearness Allowance (CDA) pay scales from the GoI as government officials.

Independent (Non-Executive) Directors are paid a sitting fee for attending the meetings of the Board and Committee thereof. During FY 2024-25, the Independent Directors were paid a sitting fee of ₹30,000/- for attending the Board Meeting and ₹20,000/- for attending Board Committee Meetings till 11<sup>th</sup> September, 2024 and thereafter w.e.f 12<sup>th</sup> September, 2024, the sitting fee was revised by the Board of Directors to ₹40,000/- for attending the Board Meeting and ₹30,000/- for attending Board Committee Meetings, pursuant to Article 55 of the Articles of Association of the Company.

### 3.8 REMUNERATION OF DIRECTORS:

Being a Government Company, the Whole-Time Directors are appointed by the President of India through the MoR and they draw remuneration as per Industrial Dearness Allowance (IDA) pay scales pre-determined by the GoI on the terms and conditions issued by the GoI.

The Part-Time Official (Non-Executive) Directors

#### a. Details of remuneration of Functional Directors during FY 2024-25 are given below:

(in ₹)

S. No.	Particulars of Remuneration	Name & Designation of Directors					
		Shri Hari Mohan Gupta Chairman & Managing Director and CEO <sup>1</sup>	Shri Brijesh Kumar Gupta Chairman & Managing Director and CEO <sup>2</sup>	Shri Ashish Bansal Chairman & Managing Director and CEO <sup>3</sup>	Smt. Ragini Advani, Director (Finance)	Shri Anand Kumar Singh Director (Projects)	Shri Parag Verma Director (works) <sup>4</sup>
1	Gross salary						
a)	Salary as per provisions contained in Section 17(1) of the Income-tax Act, 1961	43,28,957	-	-	47,80,780	60,90,199	55,29,016
b)	Value of perquisites u/s 17(2) of the Income- tax Act, 1961	2,55,536	-	-	45,088	7,50,053	11,14,891



## CORPORATE GOVERNANCE REPORT

(in ₹)

S. No.	Particulars of Remuneration	Name & Designation of Directors					
		Shri Hari Mohan Gupta Chairman & Managing Director and CEO <sup>1</sup>	Shri Brijesh Kumar Gupta Chairman & Managing Director and CEO <sup>2</sup>	Shri Ashish Bansal Chairman & Managing Director and CEO <sup>3</sup>	Smt. Ragini Advani, Director (Finance)	Shri Anand Kumar Singh Director (Projects)	Shri Parag Verma Director (works) <sup>4</sup>
c)	Profits in lieu of salary under section 17(3) of the Income-tax Act, 1961						
2	Stock option						
3	Sweat Equity						
4	Commission						
5	Others, please specify:						
	- Performance Linked Incentive	-	-	-	22,08,963	14,21,105	23,18,345
	- Retirement Benefits	14,69,277			13,59,018	18,90,117	16,33,786
	<b>Total</b>	<b>60,53,770</b>			<b>83,93,849</b>	<b>1,01,51,474</b>	<b>1,05,96,038</b>

<sup>1</sup> Appointed as Chairman & Managing Director and CEO w.e.f. 01-07-2024;

<sup>2</sup> Ceased to be Chairman & Managing Director and CEO w.e.f. 29-04-2024;

<sup>3</sup> Appointed as Chairman & Managing Director and CEO w.e.f. 29-04-2024 and ceased w.e.f. 01-07-2024;

<sup>4</sup> Ceased to be Director (Works) w.e.f. 30-04-2025

### b. Details of payments made to Independent Directors [Part-Time Non-Official] Directors during FY 2024-25:

(in ₹)

Name of the Independent Director/ Part-Time (Non-Official Directors)	Sitting Fee		Total
	Board Meetings	Committee Meetings	
Shri Ajay Kumar Chauhan	180000	160000	340000
Shri Dipendra Kumar Gupta	180000	100000	280000
Smt. Ranjana Upadhyay	180000	120000	300000
Dr. Kartik Chandulal Bhadra	210000	100000	310000

### 3.9 Particulars of Senior Management\* (As on March 31, 2025) including changes during FY 2024-25

Sr. No.	Employee Name	Designation
1.	Shri Rajeev Kumar Sinha	Executive Director
2.	Shri Sitesh Kumar Singh	Project Director (till 31.12.2024)
3.	Shri Mohinder Singh	Project Director (till 08.03.2025)
4.	Shri Vinod Kumar Gupta	Executive Director
5.	Shri B. Mugunthan	Executive Director & CFO (till 31.12.2024)
6.	Shri Naveen Babu	Project Director
7.	Shri Surender Singh	Executive Director
8.	Shri Jayasankar V.K.	Project Director
9.	Shri Debajyoti Kumar	Executive Director

## CORPORATE GOVERNANCE REPORT

Sr. No.	Employee Name	Designation
10.	Shri H D Doddaiah	Project Director (till 31.10.2024)
11.	Shri Subhash Chand	Executive Director (till 31.05.2024)
12.	Shri Yogesh Kumar Misra	Executive Director
13.	Shri Surendra Singh	C.V.O
14.	Shri Neeraj Gupta	Chief General Manager (till 08.08.2024)
15.	Shri Abheejit Kumar Sinha	Chief General Manager (till 08.08.2024)
16.	Shri P V Shreekanth	Chief General Manager (till 08.08.2024)
17.	Smt. Pooja Gurwala	Company Secretary (till 21.05.2024)
18.	Smt. Pratibha Aggarwal	Company Secretary (w.e.f. 21.05.2024)
19.	Shri Vimal Kishor Nagar	Chief General Manager (w.e.f. 30.05.2024 till 08.08.2024)
20.	Shri Vijay Mukund Bodele	Project Director (w.e.f. 14.10.2024)
21.	Shri Alin Roy Choudhury	Chief Financial Officer (w.e.f. 01.01.2025)

\* During the financial year, the definition of Senior Management was revised by the Board of Directors w.e.f. August 8, 2024 and February 11, 2025.

### 4. GENERAL BODY MEETINGS

#### 4.1 DATE, TIME AND LOCATION OF THE LAST THREE YEARS' ANNUAL & EXTRA-ORDINARY GENERAL BODY MEETINGS HELD:

Financial Year	Date of holding the Meeting	Time	Location/ Venue	Special Resolutions passed
2023-24 (48 <sup>th</sup> AGM)	September 12, 2024	1230 hours	Through Video Conferencing (Registered office was considered as Venue of the Meeting)	Amendments in Articles of Association of the Company
2022-23 (47 <sup>th</sup> AGM)	September 12, 2023	1230 hours	Through Video Conferencing (Registered office was considered as Venue of the Meeting)	-
2021-22 (46 <sup>th</sup> AGM)	September 16, 2022	1230 hours	Through Video Conferencing (Registered office was considered as Venue of the Meeting)	-

#### 4.2 SPECIAL RESOLUTIONS PASSED THROUGH POSTAL BALLOT DURING FY 2024-25: NIL

#### 4.3 SPECIAL RESOLUTION PROPOSED TO BE CONDUCTED THROUGH POSTAL BALLOT

No special resolution is proposed to be conducted through Postal Ballot.

### 5. MEANS OF COMMUNICATION

The Company communicates with its shareholders through its Annual Report, General Meetings and disclosures through its website. Information,

latest updates and announcements regarding the Company can be accessed at the Company's website: [www.ircon.org](http://www.ircon.org) includes the following:

- Quarterly / Half-yearly / Annual Financial Results
- Quarterly Shareholding Pattern
- Quarterly Corporate Governance Report
- Transcripts of conferences with analysts
- Intimations made to the Stock Exchanges from time to time.
- The Company's official news releases, other press

# CORPORATE GOVERNANCE REPORT

coverage, presentations made to institutional investors or analysts.

Email ID of the Company Secretary and Compliance Officer and RTA exclusively for the purpose of registering complaints by investors has been displayed on the website under the head "Investor Relations => Investor Contact."

The Company also communicates with its institutional shareholders through a combination of analysts briefing and individual discussions and also participation in investor conferences from time to time. Financial Results are discussed by way of conference calls, regularly after the close of each quarter.

During FY 2024-25, Quarterly, Half Yearly and Yearly Results were published as follows:

QUARTER	NEWSPAPER(S)
Q1 ended 30.06.2024	Financial Express (English), The Indian Express (English), Jansatta (Hindi)
Q2 and half year ended 30.09.2024	Financial Express (English), The Indian Express (English), Jansatta (Hindi)
Q3 and nine months ended 31.12.2024	Financial Express (English), The Indian Express (English), Jansatta (Hindi)
Q4 and the year ended 31-03-2025	Financial Express (English), The Indian Express (English), Jansatta (Hindi)

## 6. GENERAL SHAREHOLDER INFORMATION

### 6.1 ANNUAL GENERAL MEETING (AGM) OF THE CURRENT YEAR (THROUGH VIDEO CONFERENCING):

**Day & Date:** Thursday, September 18, 2025

**Time:** 12.30 PM (IST)

**Venue (Deemed):** Registered Office of the Company at C-4, District Centre, Saket, New Delhi- 110017

**Notice of AGM:** Our Company, as a corporate entity, is committed to protect and conserve the natural environment in its operations and services. As a responsible corporate citizen, the Company supports the 'Green Initiative' taken by the MCA, enabling electronic delivery of documents to the

shareholders at their e-mail addresses registered with the Depository Participants / Registrar & Share Transfer Agent. The Annual Reports and the Notice of the AGM are being sent to all the members in the manner prescribed or as may be prescribed in the applicable laws. The Notice and Annual Report 2024-25 can also be accessed from the website of the Company (under 'Investor Relations' section) at [www.ircon.org](http://www.ircon.org) and of Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited (NSE) at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively. The Notice is also available at website of National Securities Depository Limited at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

### 6.2 FINANCIAL YEAR

The Company's Financial Year is from 1<sup>st</sup> April to 31<sup>st</sup> March.

### 6.3 Record Date

The Record date has been decided by the Company as Thursday, September 11, 2025 for the final dividend for Financial Year 2024-25.

### 6.3 PAYMENT OF DIVIDEND

The Board of Directors of the Company has recommended a final dividend at the rate of ₹1.00 per share of face value of ₹2/- each [i.e., 50% of paid-up share capital of ₹188.10 Crore] amounting to ₹94.05 Crore for the financial year ended March 31, 2025.

During the financial year, the Company at its meeting held on February 11, 2025 declared an interim dividend at the rate of ₹1.65 per equity share on the face value of ₹2/- each, aggregating to approximately ₹155.18 Crore (i.e. 82.5 % of the paid up equity share capital of ₹188.10 Crore) and the same was paid on February 28, 2025.

The final dividend on equity shares will be paid Wednesday, October 01, 2025 onwards to those Members whose names appear in the Register of Members of the Company in respect of physical shares and in respect of dematerialised shares to the "beneficial owners" of the shares whose names appear in the Statement of Beneficial Ownership furnished by National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as at the close of business hours on Thursday, September 11, 2025.



## CORPORATE GOVERNANCE REPORT

### 6.4 DIVIDEND HISTORY

The details of dividend paid by IRCON in the last ten years are summarised as under:

Year	Total Paid-up Capital (₹ in Crore)	Total Amount of Dividend Paid (₹ in Crore)	Date of Board Meeting* / AGM in which Dividend Was Declared	Interim / Final	Payment Date of Dividend
2014-2015	19.796	182.12 (₹92 per share)	28.01.2015*	Interim	24.02.2015
			22.12.2015	Final	18.01.2016
2015-2016	19.796	168.26 (₹85 per share)	19.02.2016*	Interim	14.03.2016
			28.09.2016	Final	21.10.2016
2016-2017	19.796+79.184#	79.06	05.01.2017*	Interim	14.02.2017
	19.796+79.184#	16.10	23.03.2017*	Additional Interim	27.03.2017
	19.796+79.184#	97.25	28.09.2017	Final	24.10.2017
2017-2018	94.05	192.40 (₹20.46 per share)	20.03.2018*	Interim	28.03.2018
			14.09.2018	Final	10.10.2018
2018-2019	94.05	202.64 (₹21.54 per share)	07.02.2019*	Interim	26.02.2019
			03.09.2019	Final	18.09.2019
2019-2020	94.05	126.50 (₹13.45 per share)	11.02.2020*	Interim	02.03.2020
	94.05	96.87 (₹2.06 per share)\$	29.09.2020	Final	14.10.2020
2020-2021	94.05	61.13** (₹1.30 per share)	15.02.2021*	Interim	03.03.2021
	188.10***	159.89** (₹1.70 per share)	24.09.2021	Final	12.10.2021
2021-2022	188.10	42.33** (₹0.45 per share)	12.08.2021*	1 <sup>st</sup> interim	06.09.2021
	188.10	65.84** (₹0.70 per share)	12.11.2021*	2 <sup>nd</sup> interim	07.12.2021
	188.10	65.84** (₹0.70 per share)	14.02.2022*	3 <sup>rd</sup> interim	08.03.2022
	188.10	61.13** (₹0.65 per share)	16.09.2022	Final	04.10.2022
2022-2023	188.10	169.29 (₹1.80 per share)	08.02.2023*	Interim	28.02.2023
	188.10	₹112.86 (₹1.20 per share)	12.09.2023	Final	27.09.2023
2023-2024	188.10	169.29 (₹1.80 per share)	08.02.2024*	Interim	27.02.2024
	188.10	122.27 (₹1.30 per share)	12.09.2024	Final	27.09.2024
2024-2025	188.10	155.18 (₹1.65 per share)	11.02.2025*	Interim	28.02.2025
	188.10	94.05 (₹1.00 per share)	18.09.2025 (subject to shareholders' approval)	Final	01.10.2025 Onwards

## CORPORATE GOVERNANCE REPORT

- \* Date of Board Meeting in which interim dividend was declared.
- \*\* face value of ₹2/- each.
- \*\*\* subsequent to bonus issue in the ratio of 1:1, paid-up capital increased from ₹94.05 Crore to ₹188.10 Crore w.e.f. 23.05.2021.
- # Interim, additional interim and the final dividend was paid on the Bonus share capital of ₹79.184 Crore (for 70 days proportionately on bonus shares allotted on 05.01.2017).
- \$ Interim dividend was paid @ ₹13.45 per share at a face value of ₹10 each and final dividend was paid @ ₹2.06 per share of face value of ₹2/- each.

### 6.5 DIVIDEND DISTRIBUTION POLICY:

The Company has a Dividend Distribution Policy approved by its Board of Directors. The intent of the policy is to broadly specify the parameters (external and internal factors) that shall be considered while declaring dividend and the circumstances under which shareholders of the Company may/ may not expect dividend and how the retained earnings shall be utilised. The Policy is hosted on the Website of the Company at <https://ircon.org/images/file/cosecy/Dividend%20Distribution%20Policy.pdf>

### 6.6 LISTING ON STOCK EXCHANGE:

The Company got listed on September 28, 2018 on the following Stock Exchanges. The payment of the annual listing fee for FY 2024-25 has been made to National Stock Exchange of India Limited and BSE Ltd. The ISIN of Company is INE962Y01021.

NATIONAL STOCK EXCHANGE OF INDIA LIMITED	BSE LIMITED
Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai- 400 051	Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001
Scrip Code: IRCON	Scrip Code: 541956

### 6.7 SECURITIES OF THE COMPANY HAVE NOT BEEN SUSPENDED FROM TRADING DURING FY 2024-25.

### 6.8 REGISTRAR TO AND TRANSFER AGENT FOR SHARES

During the FY 2024-25, the Registrar and Transfer Agent for shares was as follows:

#### **Alankit Assignments Limited,**

205-208, Anarkali Complex, Jhandewalan Extension, New Delhi-110055 Tel No.: 011-42541234 /23541234

Email: [rta@alankit.com](mailto:rta@alankit.com) Website: [www.alankit.com](http://www.alankit.com)

### 6.9 SHARE TRANSFER SYSTEM

During the year 2024-25, Alankit Assignments Limited is the RTA of the Company for the Physical and Demat shares and is also the depository interface of the Company with both National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL). The Board of Directors has authorised any one of the Whole-Time Director and Company Secretary (or any two Whole-Time Directors in the absence of Company Secretary) to issue share certificate on receipt of the request for rematerialisation/ split/ duplicate of shares and to sign/ affix facsimile signature and affix common seal on share certificate.

In terms of Regulation 40(1) of the SEBI Listing Regulations, as amended from time to time, transfer, transmission and transposition of securities shall be effected only in dematerialized form. Pursuant to SEBI Circular dated January 25, 2022, the listed companies shall issue the securities in dematerialized form only, for processing any service requests from shareholders viz., issue of duplicate share certificates, endorsement, transmission, transposition, etc. After processing the service request, a letter of confirmation will be issued which shall be valid for a period of 120 days, within which the shareholder shall make a request to the Depository Participant for dematerializing those shares. In case of failure to make such request, those shares shall be credited in the Suspense Escrow Demat account held by the Company, for which shareholders can submit necessary documents to claim.

Pursuant to various SEBI Circulars, the Company, vide its various communications viz. emails/ letters/ AGM Notice/ newspaper advertisements, has informed the shareholders to update the requisite details in the record of the Company/ RTA/ depository participants.

## CORPORATE GOVERNANCE REPORT

### 6.10 Distribution of Shareholding as on March 31, 2025

#### a. Distribution of shares according to the size of holding as on March 31, 2025:

No. of Equity Share(s) Held	No. of Shareholders	% of Shareholders	No. of Shares	% of Shareholding
1 – 500	1191593	93.25	109095121	11.60
501 – 1000	50171	3.93	38354284	4.08
1001 – 2000	21267	1.67	31386102	3.34
2001 – 3000	6095	0.48	15421035	1.64
3001 – 4000	2622	0.20	9412833	1.00
4001 – 5000	1939	0.15	9102079	0.97
5001 – 10000	2584	0.20	18732725	1.99
10001 – 20000	903	0.07	12934417	1.37
20001 and above	646	0.05	696077144	74.01
<b>TOTAL:</b>	<b>1277820</b>	<b>100.00</b>	<b>940515740</b>	<b>100.00</b>

#### b. Shareholding Pattern as on March 31, 2025

Category	No. of Shares Held	% of Total No. of Shares
<b>Promoters Holding</b>		
President of India	61,29,28,392	65.17
Sub-Total (1)	61,29,28,392	65.17
<b>Non-Promoters Holding</b>		
Mutual Funds	23,38,723	0.25
Foreign Portfolio Investors	3,86,82,857	4.11
Domestic Companies	93,75,572	1.00
Insurance Companies	1,23,90,613	1.32
Resident Individuals	25,00,00,046	26.58
Non-Resident Indians (including Non-Resident Non-Repatriates)	65,39,072	0.70
Others (AIF, Clearing Member, Directors & their Relatives, HUF, Trusts etc.)	82,60,465	0.88
<b>Sub-Total (2)</b>	<b>32,75,87,348</b>	<b>34.83</b>
<b>Total (1+2)</b>	<b>94,05,15,740</b>	<b>100.00</b>

#### c. Shareholders holding more than 1% of shares of the Company:

Category & Shareholder's Name	As on 31 <sup>st</sup> March 2025	
	Voting Strength	No. of Shares Held
<b>Promoter &amp; Promoter Group</b>		
The President of India	65.17	61,29,28,392
<b>Non-Promoter (Body Corporate)</b>		
-	-	-

### 6.11 Dematerialisation of Shares and Liquidity

The shares of the Company are in compulsory dematerialised form and are admitted with both the Depositories, viz., NSDL and CDSL.

Reconciliation of Share Capital Audit Report of the Company issued by the Practicing Company Secretary has been submitted to Stock Exchanges within the stipulated time.

No. of shares held in the dematerialised and physical mode as on March 31, 2025 are as follows:

Category	No. of Shares	Percentage
<b>DEMAT</b>		
with NSDL	77,09,71,589	81.97
with CDSL	16,95,43,077	18.03
Physical	1,074	Negligible
<b>Total</b>	<b>94,05,15,740</b>	<b>100</b>

### 6.12 OUTSTANDING GDRs/ADRs:

There are no GDRs/ADRs/warrants/convertible instrument outstanding as on March 31, 2025.

### 6.13 COMMODITY PRICE RISK OR FOREIGN EXCHANGE RISK AND HEDGING ACTIVITIES:

Dealing in foreign currencies involve foreign exchange risk and the exchange rate may change unfavourably before the currency is exchanged. In order to minimise or eliminate foreign exchange risk, these exchange rate fluctuations are monitored constantly and surplus funds are exchanged/repatriated to India at the appropriate time. However, there is no exchange fluctuation risk,

## CORPORATE GOVERNANCE REPORT

as inwards and outwards is in the same foreign currency. This provides natural hedging against foreign currency fluctuation risk.

### 6.14 PLANT LOCATIONS/OPERATING UNITS

The Company is headquartered at Saket, New Delhi and has 50 project offices and 4 regional offices to support and manage business operations throughout India.

Further, the Company has 6 major overseas project offices in Sri Lanka, Bangladesh, Malaysia, Algeria, and Myanmar from where business activities are undertaken.

A list of the operating units/offices is available on the Website of the Company.

### 6.15 ADDRESS FOR CORRESPONDENCE WITH THE REGISTERED OFFICE

(Regarding Corporate Governance matters covered under this report)

Smt. Pratibha Aggarwal  
Company Secretary and Compliance Officer,  
Ircon International Limited,  
C-4, District Centre, Saket, New Delhi – 110 017,  
Telephone: 91-11-26530456,  
Fax: 91-11-26522000/ 26854000,  
Email: investors@ircon.org, Website: www.ircon.org.

### 6.16 LIST OF ALL CREDIT RATINGS OBTAINED BY THE COMPANY:

Credit ratings assigned to Ircon International Limited for various debt instruments by Rating agencies are given below:

**Instrument**-Long-term/Short-term Bank Facilities

**Rating Agency**- Infomerics Valuation and Rating Private Limited

**Rating**- IVR AAA/ Stable (IVR Triple A with Stable Outlook)/ IVR A1+ (IVR A One Plus)

## 7. DISCLOSURES

### 7.1 RELATED PARTY TRANSACTION

There has been no materially significant related party transaction, pecuniary transactions or relationships between the Company and the Directors, management, subsidiaries or relatives, except for those disclosed in the financial statements for the year ended March 31, 2025 and as reported in the Board's Report in terms of the requirement under Section 134 of the Companies Act, 2013.

The transactions with the related party are in the ordinary course of business on arms' length basis and the disclosure of the same has been made as per the requirement of Companies Act, 2013 (i.e., Form AOC-2), SEBI LODR and relevant Indian Accounting Standard (in notes to Financial Statements of the Company).

The Company has formulated a Related Party Transaction (RPT) Policy to set out the materiality thresholds for related party transactions and the manner of dealing with the transactions between the Company and its related parties based on the Act and SEBI LODR. The RPT Policy is available at the link:

<https://www.ircon.org/images/file/cosecy/RPTPolicyFinal16012025.pdf>

### 7.2 Details of non-compliance by the Company, penalties & strictures imposed on the company by any statutory authority, on any matter related to any guidelines issued by Government, during the last three years.

There has been no instance of non-compliance of any statutory regulation or Government guidelines, nor there has been any penalties or strictures imposed on the Company on any matter related to the capital market and guidelines issued by Government except as disclosed in the Secretarial Audit Report or in this Report.

### 7.3 Code of Conduct

The Company has in place a Code of Conduct for Board Members and for Senior Management and also Key Values for the Company as a whole. Both the Code of Conduct and Key Values came into effect from April 01, 2005 and have been posted on the Website of the Company [www.ircon.org](http://www.ircon.org). The Code of Conduct provides for transparency ethical conduct, friendly workplace, legal compliance and protection of the Company's property and confidentiality of information.

Declaration signed by the Chairman & Managing Director affirming receipt of compliance with the Code of Conduct and Key Values from the Board of Directors and Members of Senior Management team during FY 2024-25 is placed as **Annexure-1**.

### 7.4 Code of Conduct for Fair Disclosure for Prevention of Insider Trading

In pursuance of SEBI PIT, IRCON's Board has approved an 'Internal Code for prevention of Insider Trading in dealing with securities of IRCON' with an



## CORPORATE GOVERNANCE REPORT

aim that insiders of the Company shall not derive any benefit or assist others to derive any benefit from the access to and possession of Unpublished Price Sensitive Information about the Company which is not in the public domain and thus constitutes insider information.

### 7.5 Whistle Blower Policy

The Company believes in conducting its business and working with all its stakeholders, including employees, customers, suppliers and shareholders in an ethical and lawful manner by adopting the highest standard of professionalism, honesty, integrity and ethical behaviour.

The Company has in place a Whistle Blower Policy approved by the Board of Directors under which there is a mechanism for Employees and Directors of the Company to report to the Management, concerns about unethical behaviour, actual or suspected fraud, or violation of the Company's Policies and Code of conduct, instances of a leak of unpublished price sensitive information.

The Policy also provides for adequate safeguards against victimisation of employees and directors who avail the mechanism. Complaints under this policy shall be addressed to the Chairman and Managing Director of the Company or in exceptional cases, i.e., in respect of a complaint against an officer of E-9 grade, or where complainant apprehends victimisation, to the Chairman of the Audit Committee. Complaints against the Board Level Executives shall be made to the Vigilance Directorate of the MoR, Gol, for further processing. Further, no personnel has been denied access to Audit Committee.

### 7.6 Compliance of SEBI LODR

During the FY 2024-25, the Company has complied with SEBI (LODR) Regulations except the following:

- (a) the composition of Board of Directors as not having requisite number of the non-executive directors during the period from November 8, 2024 to March 31, 2025;
- (b) not having requisite number of Independent Directors during the whole year;
- (c) not having requisite number of directors (not less than six directors) during the period from January 1, 2025 to February 3, 2025;
- (d) appointment of Woman Independent Director on the Board after November 8, 2024;
- (e) the Board meeting held on February 11, 2025

and March 26, 2025 did not met the quorum requirement, due to lack of Independent Directors on the Board;

- (f) composition of Audit Committee during the period from November 8, 2024 to March 31, 2025 and due to lack of Independent Directors, the Audit Committee meetings held on December 18, 2024, February 11, 2025 and March 26, 2025 did not met the quorum requirement;
- (g) composition of Nomination and Remuneration Committee during the period from November 8, 2024 to March 31, 2025 and due to lack of Independent Directors, the Nomination and Remuneration Committee meeting held on March 26, 2025 did not met the quorum requirement;
- (h) composition of Stakeholder Relationship Committee and Risk Management Committee during the period from November 8, 2024 to March 31, 2025.

Since, the appointment of Directors including Independent Directors are made by the Govt. of India through Administrative Ministry (i.e., MoR), the Company has no role to play in it and the Company has been regularly requesting MoR for appointment of requisite number of Independent Directors on the Board of the Company. Subsequently, upon appointment of one Independent Director on the Board of the Company by the Government of India, the Board Committees were re-constituted and Stakeholders Relationship Committee and Risk Management Committee of the Board are in compliance with effect from May 15, 2025.

### 7.7 Weblink where policy for determining 'material' subsidiaries is disclosed:

<https://www.ircon.org/images/file/cosecy/Policy-on-Material-SubsidiariesFinal15012025.pdf>

Presently, the Company has the following eleven subsidiaries including ten wholly owned subsidiaries:

Wholly-owned Subsidiaries:

- a. Ircon Infrastructure & Services Limited (IrconISL)
- b. Ircon PB Tollway Limited (IrconPBTLL)
- c. Ircon Shivpuri Guna Tollway Limited (IrconSGTL)
- d. Ircon Davanagere Haveri Highway Limited (IrconDHHL)
- e. Ircon Vadodara Kim Expressway Limited (IrconVKEL)

## CORPORATE GOVERNANCE REPORT

- f. Ircon Gurgaon Rewari Highway Limited (IrconGRHL)
- g. Ircon Ludhiana Rupnagar Highway Limited (IrconLRHL)
- h. Ircon Akloli-Shrisad Expressway Limited (IrconASEL)
- i. Ircon Bhoj-Morbe Expressway Limited (IrconBMEL)
- j. Ircon Haridwar Bypass Limited (IrconHBL)

### Subsidiary-

- k. Ircon Renewable Power Limited (IrconRPL) (76% shareholding)

**Material Subsidiary:** For the FY 2024-25, there was no material subsidiary of the Company.

### 7.8 During the year, no funds have been raised through preferential allotment or qualified institutions placement.

### 7.9 Statutory Auditors Fees:

This includes total fees for all services paid by the Company and its subsidiaries, on a consolidated basis, to the statutory auditors. The details of payment made to Statutory Auditors during FY 2024-25 on a consolidated basis are mentioned below:

(₹ in crore)

Sr. No.	Particulars of Fees	Amount
1	Audit Fee	0.51
2	Tax Audit Fee	0.14
3	Fee for Quarterly Limited Review	0.28
4	Certification Fees	0.16
5	Out of pocket expenses	0.09
	<b>Total</b>	<b>1.18</b>

\* IRCON and its subsidiaries each has distinct Statutory Auditors appointed by Comptroller and Auditor General of India (C&AG).

### 7.10 Certificate for non-disqualification of Directors:

Certificate from a Company Secretary in practice that none of the directors on the Board of the Company have been debarred or disqualified from being appointed or continuing as directors of companies by the Board/ Ministry of Corporate Affairs or any such statutory authority is placed as **Annexure-2**.

### 7.11 Disclosure under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 for FY 2024-25:

NUMBER OF COMPLAINTS RECEIVED DURING FINANCIAL THE YEAR	NUMBER OF COMPLAINTS DISPOSED OFF DURING THE FINANCIAL YEAR	NUMBER OF COMPLAINTS PENDING AS ON END OF THE FINANCIAL YEAR
0	0	0

### 7.12 Disclosure by Company and its subsidiaries of "Loans and advances in the nature of loans to firms / companies in which directors are interested by name and amount":

The Company and its subsidiaries have not provided any Loan and advances in the nature of loans to firms / companies in which directors are interested, except loan provided to the subsidiary and joint venture companies

### 7.13 Details of material subsidiaries of the Company; including the date and place of incorporation and the name and date of appointment of the statutory auditors of such subsidiaries.

Not Applicable

### 7.14 Company has complied with the requirements of corporate governance report of sub-paras (2) to (10) of schedule V of the SEBI (LODR) regulations.

### 7.15 Rating on Corporate Governance by Department of Public Enterprises:

The Company has submitted report on Corporate Governance in specified format(s) to MoR and DPE within the stipulated time as required under the DPE Guidelines on the Corporate Governance for CPSEs.

DPE has awarded 'Excellent' grading to IRCON for compliance of DPE Corporate Governance Guidelines during FY 2021-22.

Since then IRCON has secured, based on self-evaluation, an annual score of '100%' which falls under 'Excellent' grade for compliance of DPE Corporate Governance Guidelines for FY 2024-25.

### 7.16 Presidential Directives for the last three years:

To comply with the requirement of SEBI LODR and Ministry of Finance notification dated 03.08.2018, GoI divested 16% of paid-up share capital of the Company (i.e. 7,52,41,260 equity shares) by way of offer for Sale through stock exchange mechanism on March 03, 2021 and March 04, 2021.

GoI also divested 8.01% of paid-up equity share capital to the public (including eligible employees) through Offer for Sale through stock exchange mechanism in December 2023. After disinvestment, holding of Government of India has been reduced to 65.17%.

## CORPORATE GOVERNANCE REPORT

### 7.17 Items of expenditure debited in books of accounts, which are not for the purposes of the business.

During the financial year, there are no items of expenditure debited in books of accounts other than for the business purposes of the Company.

### 7.18 Expenses incurred which are personal in nature and incurred for the Board of Directors and Top Management

During the year, no expenses have been incurred by the Company which are personal in nature for the directors and top management except for the remuneration paid to directors which are as per Government approved pay and perks (details given in para 3.8 of this report and also disclosed in Note No. 33 (b) forming part of the standalone financial statements).

### 7.19 Details of Administrative and Office expenses as a percentage of total expenses vis-à-vis financial expenses and reasons for the increase.

Other Expenses and Bank & Other Finance charges as a percentage of total expenses vis-a-vis financial expenses as per Standalone Financial Statements are given below:

Particulars	FY 2024-25	FY 2023-24
Other Expenses (Administrative) (₹ in Crore)	62.36	80.77
Bank & Other Finance Charges (₹ in Crore)	7.41	9.61
Total Expenses (₹ in Crore)	9759.64	11232.31
Administration expenses/ Total expenses (in %)	0.64	0.72
Bank & Financial Charges/ Total expenses (in %)	0.08	0.09

**7.20** The Compliance with Corporate Governance requirements specified in Regulation 17 to 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 of SEBI LODR have been made except as disclosed in the Secretarial Audit Report or in this Report.

### 7.21 Disclosure with respect to Demat Suspense Account/ Unclaimed suspense account

During FY 2024-25, the Company does not have any shares in the Demat suspense account or unclaimed suspense account.

### 7.22 Unclaimed Dividend

No amount is due for transfer to Investors Education and Protection Fund (IEPF). Further, the details

of unclaimed dividend as on March 31, 2025 are available on the website of the Company at the Path: Investor Relations>> Notices and Other Announcements>> Dividend.

### 7.23 Acceptances of recommendation of the Committees

The recommendations of the Committees of the Board have been considered by the Board while deciding on the matters.

### 7.24 Disclosure of certain types of agreements binding listed entities

The Company is not aware of agreements (including any rescission, amendment or alteration of such agreements thereto) entered into by the shareholders, promoters, promoter group entities, related parties, directors, key managerial personnel, employees of the Company or of its subsidiary or associate company, among themselves or with the Company or with a third party, solely or jointly, which, either directly or indirectly or potentially or whose purpose and effect is to, impact the management or control of the Company or impose any restriction or create any liability upon the Company, whether or not the Company is a party to such agreements.

## 8. AUDIT QUALIFICATIONS

For Audit Qualifications, the Independent Auditor's Report submitted by M/s Ramesh C Agrawal & Company, Chartered Accountants on the financial statements for the year ending March 31, 2025 may be referred to. The Auditors' Report is unmodified.

## 9. DISCRETIONARY REQUIREMENTS:

**9.1 The Board:** The Company is headed by an Executive Chairman.

**9.2 Shareholders' Rights for half yearly financial results:** The financial results for the half-year ended September 30, 2024 were published in Financial Express (English), The Indian Express (English) and Jansatta (Hindi) on November 8, 2024 and were also put on the Website of the Company. Separate half-year report has, however, not been sent to each house hold of Shareholders. Significant events have been intimated to Stock Exchanges and have also been disclosed on the Company website.

## 10. COMPLIANCE CERTIFICATE BY CEO/ CFO CERTIFICATION

As per Regulation 17 (8) of the SEBI LODR, the compliance certificate duly signed by the Chairman

## CORPORATE GOVERNANCE REPORT

and Managing Director & CEO and Chief Financial Officer was placed before the Board of Directors at its meeting held on May 21, 2025 and the same is placed as **Annexure-3** to this Report.

as **Annexure-4** to this Report.

**For and on behalf of the Board of Directors**

### 11. COMPLIANCE

This Report duly complies with the legal requirements in respect of data that should be disclosed in a Corporate Governance Report for FY 2024-25. Certificate obtained from a Practicing Company Secretary regarding the compliance of the conditions of Corporate Governance is placed

Date: August 21, 2025  
Place: New Delhi

Sd/-  
**(Hari Mohan Gupta)**  
Chairman & Managing Director & CEO  
(DIN: 08453476)

**Annexure-1**

### **DECLARATION BY CHAIRMAN & MANAGING DIRECTOR REGARDING ANNUAL AFFIRMATION TO COMPLIANCE OF CODE OF BUSINESS CONDUCT AND ETHICS FOR BOARD MEMBERS AND SENIOR MANAGEMENT DURING THE FINANCIAL YEAR 2024-25.**

I, Hari Mohan Gupta, Chairman & Managing Director, Ircon International Limited, do hereby declare that all the Board Members and the Senior Management of the Company have affirmed their compliance of the Code of Business Conduct and Ethics for Board Members and Senior Management of the Company during the financial year ending March 31, 2025.

Sd/-  
**(Hari Mohan Gupta)**  
Chairman & Managing Director  
(DIN : 08453476)

Place : New Delhi  
Date: 07.05.2025



# CORPORATE GOVERNANCE REPORT

Annexure-2

## CERTIFICATE OF NON-DISQUALIFICATION OF DIRECTORS

(Pursuant to Regulation 34(3) and Schedule V Para C clause (10)(i) of the SEBI  
(Listing Obligations and Disclosure Requirements) Regulations, 2015)

To  
The Members of  
Ircan International Limited ("the Company")  
Plot No. C - 4, District Centre Saket,  
New Delhi - 110017.

We have examined the relevant registers, records, forms, returns and disclosures received from the Directors of **Ircan International Limited** having **CIN: L45203DL1976GOI008171** and having registered office at **Plot No. C-4, District Centre Saket, New Delhi - 110017** (hereinafter referred to as '**the Company**'), produced before us by the Company for the purpose of issuing this Certificate, in accordance with Regulation 34(3) read with Schedule V Para-C Sub clause 10(i) of the Securities & Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In our opinion and to the best of our information and according to the verifications (including Directors Identification Number (DIN) status at the portal [www.mca.gov.in](http://www.mca.gov.in)) as considered necessary and explanations/representations furnished to us by the Company and its officers, we hereby certify that none of the Directors on the Board of the Company as stated below for the Financial Year ending on **31st March, 2025** have been debarred or disqualified from being appointed or continuing as Directors of companies by the Securities and Exchange Board of India, Ministry of Corporate Affairs, or any such other Statutory Authority:

Sr. No.	Name of Director	DIN	Original Date of appointment in Company	Date of cessation
1.	Mr. Hari Mohan Gupta	08453476	01/07/2024	-
2.	Ms. Ragini Advani	09575213	19/04/2022	-
3.	Mr. Anand Kumar Singh	07918656	07/07/2023	-
4.	Mr. Anand Bhatia	10937265	04/02/2025	-
5.	Mr. Anupam Singh	10637375	06/11/2024	-
6.	Mr. Parag Verma	05272169	21/09/2022	30/04/2025

Ensuring the eligibility of the appointment/ continuity of every Director on the Board is the responsibility of the management of the Company. Our responsibility is to express an opinion on these based on our verification. This certificate is neither an assurance as to the future viability of the Company nor of the efficiency or effectiveness with which the management has conducted the affairs of the Company.

For VAP & Associates  
Company Secretaries  
FRN: P2023UP098500  
Peer Review No: 1083/2021

Date: 04.07.2025  
Place: Ghaziabad

Sd/-  
Parul Jain  
Managing Partner  
M. No. F8323  
C.P. No. 13901  
UDIN: F008323G000714171

# CORPORATE GOVERNANCE REPORT

Annexure-3

## TO WHOMSOEVER IT MAY CONCERN

**Dated:** 20-05-2025

We have reviewed the financial statements and the cash flow statement for the year 2024-25 and that to the best of our knowledge and belief:

- (A) (1) these statements do not contain any materially untrue statement or omit any material fact or contain statements that might be misleading;
- (2) these statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (B) There are, to the best of our knowledge and belief, no transactions entered into by the company during the year which are fraudulent, illegal or violative of the code of conduct.
- (C) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of internal control systems of the Company pertaining to financial reporting and have disclosed to the auditors and the audit committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps taken or propose to take to rectify these deficiencies.
- (D) We have indicated to the auditors and the Audit committee:
  - (1) significant changes in internal control over financial reporting during the year;
  - (2) significant changes in accounting policies during the year and that the same have been disclosed in the notes to the financial statements; and
  - (3) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the listed entity's internal control system over financial reporting.

Sd/-

**(Alin Roy Choudhury)**  
(Chief Financial Officer)

Sd/-

**(Hari Mohan Gupta)**  
Chairman & Managing Director and CEO  
(DIN: 08453476)

# CORPORATE GOVERNANCE REPORT

Annexure-4

## COMPLIANCE CERTIFICATE ON THE CORPORATE GOVERNANCE

To  
**The Members,**  
**Ircon International Limited ("the Company")**  
**Plot No. C – 4, District Centre Saket, New Delhi – 110017**

We have examined the compliance of conditions of Corporate Governance by **Ircon International Limited ("the Company")** for the financial year ended March 31, 2025, as stipulated in Regulations 17 to 27 and clauses (b) to (i) of Regulation 46(2) and para C and D of Schedule V to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**the "Listing Regulations"**) and in Guidelines on Corporate Governance for Central Public Sector Enterprises (CPSEs), 2010 issued by the Department of Public Enterprises ("DPE Guidelines").

The compliance of the conditions of Corporate Governance is the responsibility of the management of the Company. Our examination was limited to the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in the Listing Regulations and DPE Guidelines during the financial year ended March 31, 2025, except:

- i) *The composition of the Board was not in compliance with the provisions of Regulation 17(1)(a) of the SEBI (LODR) and Clause 3.1.2 of DPE Guidelines during the period from 08.11.2024 till 31.03.2025. Further, the requirement under Regulation 17(1)(b) of the SEBI (LODR) and Clause 3.1.4 of DPE Guidelines were not met from 01.04.2024 till 31.03.2025. Also there was non-compliance with Regulation 17(1)(c) of the SEBI (LODR) during the period from 31.12.2024 till 03.02.2025.*  
*Due to the absence of Independent Directors, the Board meetings held on 11.02.2025 and 26.03.2025 were not in compliance with the quorum requirements prescribed under Regulation 17(2A) of the SEBI (LODR).*
- ii) *The Audit Committee was not duly constituted in accordance with Regulations 18(1) of the SEBI (LODR) and Clause 4.1.1 of DPE Guidelines from 08.11.2024 till 31.03.2025, due to the absence of the required number of Independent Directors. There was also non-compliance with Clause 4.1.2 of DPE Guidelines from 28.12.2024 till 31.03.2025.*  
*Due to the absence of Independent Directors, the Audit Committee meetings held on 18.12.2024, 11.02.2025 and 26.03.2025, did not meet the quorum requirements as stipulated under Regulation 18(2)(b) of the SEBI LODR and Clause 4.4 of the DPE Guidelines.*
- iii) *The Nomination and Remuneration Committee (NRC) was not properly constituted during the period from 08.11.2024 till 31.03.2025, thereby resulting in non-compliance with provisions of Regulations 19(1)(b) and 19(1)(c) of the SEBI (LODR) and Clause 5.1 of the DPE Guidelines. Further, there was non-compliance with Regulation 19(2) of the SEBI (LODR) during the period from 28.12.2024 to 31.03.2025. Due to the absence of Independent Directors, the NRC meeting held on 26.03.2025, did not meet the quorum requirements as stipulated under Regulation 19(2A) of the SEBI LODR.*
- iv) *The Stakeholders Relationship Committee was not constituted in compliance with Regulation 20(2A) of the SEBI (LODR) Regulations, 2015, during the period from 28.12.2024 till 31.03.2025, due to the non-availability of non-executive/ Independent Directors.*
- v) *The Risk Management Committee was not compliant with Regulations 21(2) of the SEBI (LODR) Regulations, 2015, during the period from 28.12.2024 till 31.03.2025, as the prescribed composition could not be maintained.*

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency and effectiveness with which the management has conducted the affairs of the Company.

**For VAP & Associates**  
**Company Secretaries**  
**FRN: P2023UP098500**  
**Peer Review No: 1083/2021**

**Sd/-**  
**Parul Jain**  
**Managing Partner**  
**M. No. F8323**  
**C.P. No. 13901**

**UDIN: F008323G000714655**

# Business Responsibility and Sustainability Report

## Section A

### General Disclosure

#### I. Details of the listed entity

1.	<b>Corporate Identity Number (CIN) of the listed entity</b>	L45203DL1976GOI008171
2.	<b>Name of the Listed Entity</b>	Ircon International Limited
3.	<b>Year of Incorporation</b>	28.04.1976
4.	<b>Registered Office Address</b>	C-4, District Centre, Saket, New Delhi – 110017
5.	<b>Corporate Address</b>	C-4, District Centre, Saket, New Delhi – 110017
6.	<b>E-mail</b>	investors@ircon.org
7.	<b>Telephone</b>	011-26530266
8.	<b>Website</b>	www.ircon.org
9.	<b>Financial year for which reporting is being done</b>	2024-25
10.	<b>Name of stock Exchange(s) where shares are listed</b>	1) National Stock Exchange of India Limited (NSE) 2) BSE Limited (BSE)
11.	<b>Paid-up Capital</b>	INR 1,88,10,31,480
12.	<b>Name and contact details (telephone, email address) of the person who may be contacted in case of any queries on the BRSR report</b>	Mr. S.V.Satyanarayana Rao GM (Civil) +91 9560595089 svs.rao@ircon.org
13.	<b>Reporting boundary – Are the disclosures under this report made on a standalone basis (i.e. only for the entity) or on a consolidated basis (i.e. for the entity and all the entities that form a part of its consolidated financial statements, taken together)</b>	The disclosures made under this report are on a standalone basis.
14.	<b>Whether the company has undertaken assessment or assurance of the BRSR Core?</b>	No. The company does not fall among the top 250 listed entities on either the NSE or the BSE as on 31 <sup>st</sup> March 2024.
15.	<b>Name of assessment or assurance provider</b>	Not applicable
16.	<b>Type of assessment or assurance obtained</b>	Not applicable

#### II. Products/Services

##### 17. Details of business activities (accounting for 90% of the turnover):

S. No.	Description of Main Activity	Description of Business Activity	% of Turnover of the entity
1.	Construction	Roads, Railway and utility projects.	99.42%



## BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

### 18. Products/Services sold by the entity (accounting for 90% of the entity's Turnover):

S. No.	Product/Service	NIC Code	% of total turnover contributed
1.	Construction & maintenance of Railways & Rail Bridges.	42102	81.25%
2.	Construction & maintenance of motorways, streets, roads, other vehicular & pedestrian ways, highways, bridges, tunnels and subways.	42101	18.75%

### III. Operations

#### 19. Number of locations where plants and/or operations/offices of the entity are situated

S. No.	Location	Number of Plants	Number of Office	Total
1.	National	NA	63	63
2.	International	NA	6	6

#### 20. Markets served by the entity:

##### a. Number of locations

Locations	Number
National (No. of States)	20
International (No. of Countries)	6

##### b. What is the contribution of exports as a percentage of the total turnover of the entity?

3.33%

##### c. A brief on types of customers

IRCON primarily undertakes Public Sector Infrastructure Projects on a Turnkey basis, operating under the Engineering, Procurement, and Construction (EPC) model. The company demonstrates strong capabilities in delivering comprehensive, end-to-end solutions. IRCON has a proven track record of executing a diverse array of high-impact projects, both within India and internationally, with a steadfast commitment to quality, timely delivery, and stakeholder satisfaction.

In India, most of its projects are being executed for prominent government agencies such as: Ministry of Railways, National Highways Authority of India (NHAI), National High-Speed Rail Corporation Limited, Chennai Metro Rail Limited, Dedicated Freight Corridor Corporation of India Limited, Airports Authority of India, Rail Land Development Authority, National Capital Region Transport Corporation, Delhi Metro Rail Corporation. This portfolio highlights IRCON's pivotal role in shaping the nation's infrastructure landscape. Internationally, IRCON has ongoing projects in Algeria, Sri Lanka, Nepal, Malaysia and Myanmar.

Till date, IRCON has successfully delivered numerous domestic and international projects across a wide range of sectors such as railway, highway, bridges, tunnels, electrical and mechanical works, signalling & telecommunication, production units, station building. Its persistent commitment to executing turnkey EPC (Engineering, Procurement, and Construction) projects—particularly in the Public Sector—underscores its reputation for technical excellence and a strong client-centric approach, which remain Central to its operational philosophy.

## BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

### IV. Employees

#### 21. Details as at the end of Financial Year

##### a. Employees and workers (including differently-abled)

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
EMPLOYEES						
1.	Permanent (D)	834	779	93.40%	55	6.59%
2.	Other than permanent (E)	348	338	97.12%	10	2.87%
3.	Total Employees (D + E)	1182	1117	94.50%	65	5.49%
WORKERS						
4.	Permanent (F)	Not Applicable				
5.	Other than permanent (G)					
6.	Total Workers (F + G)					

##### b. Differently abled Employees and workers:

S. No.	Particulars	Total (A)	Male		Female	
			No. (B)	% (B/A)	No. (C)	% (C/A)
DIFFERENTLY ABLED EMPLOYEES						
1.	Permanent (D)	6	5	83.33%	1	16.67%
2.	Other than permanent (E)	0	0	0	0	0
3.	<b>Total differently abled employee (D+E)</b>	<b>6</b>	<b>5</b>	<b>83.33%</b>	<b>1</b>	<b>16.67%</b>
DIFFERENTLY ABLED WORKERS						
4.	Permanent (F)	<b>Not Applicable</b>				
5.	Other than permanent (G)					
6.	<b>Total differently abled workers (F+G)</b>					

#### 22. Participation/Inclusion/Representation of women

Particulars	Total (A)	No. and percentage of Females	
		No. (B)	% (B/A)
Board of Directors	6	1	16.67%
Key Management Personnel	2	1	50%

#### 23. Turnover rate for permanent employees and workers

Particulars	FY 2024-25 (Turnover rate in current FY)			FY 2023-24 (Turnover rate in previous FY)			FY 2022-23 (Turnover rate in the year prior to the previous FY)		
	Male	Female	Total	Male	Female	Total	Male	Female	Total
Permanent Employees	8.96%	0	8.40%	5.99%	8.13%	6.10%	8.78%	13.79%	9.06%
Permanent Workers	Not Applicable								

## BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

### V. Holdings, Subsidiaries and Associate Companies (including joint ventures)

#### 24. a) Names of holding / subsidiary / associate companies / joint ventures

S. No	Name of the holding/ subsidiary/associate/ companies/joint ventures (A)	Indicate whether holding/Subsidiary/ Associate/Joint Venture	% of shares held by listed entity	Does the entity indicated at column A, participate in the Business Responsibility initiatives of the listed entity? (Yes/No)
1	Ircon Infrastructure & Services Limited	Subsidiary	100%	No
2	Ircon Shivpuri Guna Tollway Limited	Subsidiary	100%	No
3	Ircon PB Tollway Limited	Subsidiary	100%	No
4	Ircon Davanagere Haveri Highway Limited	Subsidiary	100%	No
5	Ircon Vadodara Kim Expressway Limited	Subsidiary	100%	No
6	Ircon Gurgaon Rewari Highway Limited	Subsidiary	100%	No
7	Ircon Haridwar Bypass Limited	Subsidiary	100%	No
8	Ircon Ludhiana Rupnagar Highway Limited	Subsidiary	100%	No
9	Ircon Bhoj Morbe Expressway Limited	Subsidiary	100%	No
10	Ircon Akloli-Shirsad Expressway Limited	Subsidiary	100%	No
11	Ircon Renewable Power Limited	Subsidiary	76%	No
12	Chhattisgarh East Railway Limited	Joint Venture	26%	No
13	Chhattisgarh East-West Railway Limited	Joint Venture	26%	No
14	Mahanadi Coal Railway Limited	Joint Venture	26%	No
15	Jharkhand Central Railway Limited	Joint Venture	26%	No
16	Bastar Railway Private Limited	Joint Venture	26%	No
17	Indian Railway Stations Development Corporation Limited	Joint Venture	26%	No
18	Ircon-Soma Tollway Private Limited	Joint Venture	50%	No

# BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

## VI. CSR Details

### 25. (i) Whether CSR is applicable as per Section 135 of Companies Act, 2013: (Yes/No)

Yes, CSR is applicable to Ircon International Limited.

#### FY 2024-25

(ii) Turnover (in ₹)

10193.14 Cr

(iii) Net worth (in ₹)

6237.43 Cr

(iv) Total amount spent on CSR for Current Year (in ₹)

14.15 Cr

## VII. Transparency and Disclosure Compliances

### 26. Complaints/Grievances on any of the principles (Principles 1 to 9) under the National Guidelines on Responsible Business Conduct.

Stakeholder group from whom complaint is received	Grievance Redressal Mechanism in Place (Yes/No) (If yes, then provide web-link for grievance redress policy)	FY 2024-25			FY 2023-24		
		Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks	Number of complaints filed during the year	Number of complaints pending resolution at close of the year	Remarks
Communities	Yes. <a href="https://pgportal.gov.in/cpgoffice/">https://pgportal.gov.in/cpgoffice/</a>	78	0	-	117	0	-
Investors (other than shareholders)	-	-	-	-	-	-	-
Shareholders	Yes  <a href="https://scores.sebi.gov.in/">https://scores.sebi.gov.in/</a>	3	0	-	5	0	-
Employees & Workers	Yes. <a href="https://pgportal.gov.in/cpgoffice/">https://pgportal.gov.in/cpgoffice/</a>  IRCON's Internal Grievance System <a href="https://intranet.ircon.org/">https://intranet.ircon.org/</a>  Whistle blower Complaints	0 (CPGRAMS)  5 (Internal Grievance System)  0	0	-	2	0	-
Customers	NA	-	-	-	-	-	-
Value Chain Partners	Yes. <a href="https://samadhaan.msme.gov.in/MyMsme/MSEFC/MSEFC_Welcome.aspx">https://samadhaan.msme.gov.in/MyMsme/MSEFC/MSEFC_Welcome.aspx</a>	0	0	0	11	0	5 complaints have been closed and the replies have been submitted for the remaining 6.
Other (Please specify)	-	-	-	-	-	-	-



## BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

### 27. Overview of the entity's material responsible business conduct issues

Please indicate material responsible business conduct and sustainability issues pertaining to environmental and social matters that present a risk or an opportunity to your business, rationale for identifying the same, approach to adapt or mitigate the risk along-with its financial implications, as per the following format.

S. No.	Material Issue Identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/ opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
1.	Climate Change and Action	Risk	<b>Risk:</b> Climate change poses a significant material risk to IRCON, given the increasing frequency of extreme weather events, rising sea levels, and evolving regulatory landscapes. These factors can adversely impact infrastructure development, causing operational delays, project cost escalations, and potential asset damage. In addition, disruptions across the supply chain and construction timelines may affect project delivery and financial performance. Growing stakeholder expectations and the emphasis on long-term sustainability further necessitate proactive climate risk management.	Implementing energy audits, adopting energy-efficient technologies, and carrying out regular risk assessments.	Negative Implication
2.	Water Management	Risk/ Opportunity	<b>Risk:</b> IRCON acknowledges the material risks associated with water scarcity, the impacts of climate change on water availability, and the need to comply with evolving regulatory frameworks. These factors can lead to operational disruptions, cost escalations, and reputational risks, especially in water-stressed regions where infrastructure development is planned or underway.  <b>Opportunity:</b> Optimizing water use across operations presents a strategic opportunity for IRCON to reduce operational costs and reinforce its environmental responsibility. Proactive compliance with water-related regulations helps ensure uninterrupted project execution, minimizes the risk of penalties or delays, and strengthens stakeholder trust in IRCON's sustainable project delivery approach.	Ensuring compliance with statutory provisions and incorporating judicious use and re-use of water.	Positive/Negative Implication

## BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

S. No.	Material Issue Identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/ opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
3.	Waste Management	Risk/ Opportunity	<p><b>Risk:</b> IRCON recognizes waste management as a key environmental and operational risk, particularly in the context of responsible disposal, recycling, and mitigation of ecological impacts. Ineffective waste handling or non-compliance with applicable regulations can result in project delays, legal liabilities, and reputational harm. Ensuring adherence to waste management standards is essential for maintaining operational continuity and community trust.</p> <p><b>Opportunity:</b> Adopting a strategic approach to waste management presents IRCON with the opportunity to innovate, minimize waste generation, and enhance resource efficiency. These practices not only support the organization's sustainability objectives but also reinforce its leadership in responsible infrastructure development.</p>	Incorporating an efficient waste collection and disposal mechanism, with regular record keeping.	Positive/Negative Implication
4.	Environment Management & Compliance	Risk	<p><b>Risk:</b> IRCON acknowledges that non-compliance with environmental regulations poses a material risk, potentially resulting in regulatory penalties, project delays, and reputational damage. Upholding environmental compliance is integral to maintaining stakeholder confidence, ensuring operational continuity, and demonstrating IRCON's commitment to responsible and sustainable infrastructure development. Proactive adherence to applicable environmental standards enables smoother project execution and reinforces trust among regulatory bodies and local communities.</p>	Ensure compliance to all statutes as and when required and keeping updated with respective changes made on the same	Negative Implication
5.	Sustainable Construction & Technological Innovation	Opportunity	For IRCON, integrating sustainable eco-friendly practices into operations presents a strategic opportunity to enhance brand reputation, appeal to environmentally conscious clients, and minimize environmental	Incorporating reduce, reuse and recycle strategies whenever applicable and switching	Positive Implication

## BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

S. No.	Material Issue Identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
			impact. Leveraging innovative and sustainable technologies enables improved operational efficiency, optimized resource utilization, and strengthens IRCON's competitive positioning in the infrastructure sector.	to efficient technology to bridge gaps.	
6.	Sustainable Supply Chain	Opportunity/ Risk	<p><b>Risk:</b> IRCON recognizes that supply chain disruptions and engagement with non-compliant suppliers can adversely affect project timelines, cost efficiency, and stakeholder confidence. Such risks may lead to operational setbacks and reputational damage, particularly if suppliers fail to meet environmental or social compliance standards. Strengthening supplier due diligence and ensuring alignment with sustainability expectations are essential for resilient and responsible project delivery.</p> <p><b>Opportunity:</b> Promoting sustainable procurement and supply chain practices offers IRCON the opportunity to reduce environmental impact, foster innovation, and attract clients and investors who prioritize responsible business conduct. By collaborating with like-minded partners and embedding sustainability across the value chain, IRCON can drive industry best practices and reinforce its position as a leader in sustainable infrastructure development.</p>	Ensuring safe and quality procurement of goods.	Positive/Negative Implication
7.	Health & Safety	Opportunity/ Risk	<p><b>Risk:</b> IRCON acknowledges that inadequate attention to health and safety can result in workplace accidents, legal liabilities, project delays, and reputational harm. Such incidents not only disrupt operations but also undermine stakeholder trust and organizational credibility. Ensuring strict adherence to health and safety standards is critical for maintaining operational integrity and safeguarding workforce well-being.</p>	Ensuring the smooth functioning of the Safety protocols and updating the ISO45001 as and when required.	Positive/Negative Implication

## BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

S. No.	Material Issue Identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
			<b>Opportunity:</b> By prioritizing robust health and safety practices, IRCON can foster a safe and supportive work environment, minimize incidents, and attract skilled professionals. Compliance with occupational safety regulations also enhances operational efficiency and stakeholder confidence. Proactive investment in health and safety systems contributes to IRCON's long-term resilience and sustainable growth.		
8	Human Rights, Diversity & Inclusion	Risk	<b>Risk:</b> If IRCON fails to adequately address human rights, diversity, and inclusion, it may face risks such as reputational harm, legal challenges, reduced employee productivity, and weakened stakeholder relationships. On the other hand, actively fostering human rights, diversity, and inclusion helps create a positive workplace culture, attracts skilled talent, drives innovation, and reinforces our dedication to social responsibility. Embedding these principles within our core values and daily operations strengthens organizational resilience and sustainability, ultimately supporting long-term success.	Incorporating human rights trainings and awareness programs into the system. Working on improving the assessments regarding human rights issues within the organization.	Negative Implication
9	Employee Engagement & Wellbeing	Opportunity	<b>Opportunity:</b> Employee engagement and well-being offer valuable opportunities for IRCON. Prioritizing these aspects leads to a motivated and committed workforce, resulting in increased productivity, efficiency, and overall success. Supporting employee well-being creates a positive work environment, reduces turnover, and enhances physical and mental health, contributing to improved performance and safety.	-	Positive Implication



## BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

S. No.	Material Issue Identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
10.	Community Development	Opportunity	<b>Opportunity:</b> Addressing the needs and expectations of local stakeholders not only enhances IRCON's reputation but also supports smoother project execution and long-term business sustainability. These initiatives are material because they directly impact both the company's operational success and its social license to operate. By prioritizing community development and stakeholder engagement, IRCON aligns its strategy with key material ESG issues, strengthening stakeholder trust and contributing to sustainable growth.	-	Positive Implication
11.	Data Privacy & Cybersecurity	Opportunity	<b>Opportunity:</b> Focusing on the protection of sensitive data and strengthening cybersecurity is identified as a material opportunity for IRCON. These actions reinforce IRCON's position as a reliable partner and foster trust among clients and stakeholders. Adhering to data privacy and cybersecurity regulations minimizes legal risks and increases operational efficiency.	-	Positive Implication
12.	Risk Management	Risk/ Opportunity	<b>Risk:</b> Inadequate risk management is identified as a material concern for IRCON, as it can lead to project delays, cost overruns, and reputational damage. Through its materiality assessment, IRCON recognizes that a proactive and structured approach to risk management helps mitigate threats, capitalize on opportunities, and support informed decision-making.  <b>Opportunity:</b> Strengthening risk management practices is material for IRCON's long-term resilience and sustainable growth, as highlighted in its BRSR disclosures.	Ensuring the risk register is updated regularly.	Positive/Negative Implication

## BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

S. No.	Material Issue Identified	Indicate whether risk or opportunity (R/O)	Rationale for identifying the risk/opportunity	In case of risk, approach to adapt or mitigate	Financial implications of the risk or opportunity (Indicate positive or negative implications)
13.	Business Ethics, Accountability & Transparency	Opportunity	<b>Opportunity:</b> IRCON's materiality assessment highlights that adopting ethical practices strengthens its reputation, builds stakeholder trust, and appeals to socially responsible clients and investors. Accountability and transparency foster a positive work environment, enhance risk management, and ensure regulatory compliance. Stakeholders value organizations that uphold these principles, supporting long-term relationships and unlocking future business opportunities.	–	Positive Implication
14.	Disaster Management	Risk	<b>Risk:</b> Disaster management has been identified as a material risk for IRCON due to the significant operational, financial, and reputational impacts that natural disasters and emergencies can cause. The materiality assessment highlights that inadequate preparedness could lead to project delays, increased costs, and potential harm to employees and communities. Recognizing this risk allows IRCON to prioritize investments in resilience, contingency planning, and safety measures, thereby safeguarding business continuity and reinforcing stakeholder trust.	Incorporating a disaster management strategy as a part of the organizational SOP.	Negative Implication
15	Corporate Governance	Opportunity	<b>Opportunity:</b> IRCON's materiality assessment identifies corporate governance as a key opportunity, as it drives operational efficiency, strengthens stakeholder trust, and ensures regulatory compliance. By fostering a culture of accountability and ethical conduct, IRCON supports long-term business success and sustainable value creation.	–	Positive Implication

# BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

## Section B

### Management and process disclosures:

This section is aimed at helping businesses demonstrate the structures, policies and processes put in place towards adopting the NGRBC Principles and Core Elements.

S. No.	Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
<b>Policy and management processes</b>										
1.	a. Whether your entity's policy/policies cover each principle and its core elements of the NGRBCs. (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
	b. Has the policy been approved by the Board? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
	c. Web Link of the Policies, if available	Link to Safety, Health and Environment Policy: <a href="https://www.ircon.org/images/file/cosecy/SHEPOLICYENGLISH.jpg">https://www.ircon.org/images/file/cosecy/SHEPOLICYENGLISH.jpg</a> Link to CSR and Sustainability Policy: <a href="http://ircon.org/images/file/cosecy/Revised_CSR_Policy_Oct_2022.pdf">http://ircon.org/images/file/cosecy/Revised_CSR_Policy_Oct_2022.pdf</a> Link to other policies: <a href="https://www.ircon.org/index.php?option=com_content&amp;view=article&amp;id=212&amp;Itemid=606&amp;lang=en">https://www.ircon.org/index.php?option=com_content&amp;view=article&amp;id=212&amp;Itemid=606&amp;lang=en</a>								
2.	Whether the entity has translated the policy into procedures. (Yes / No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
3.	Do the enlisted policies extend to your value chain partners? (Yes/No)	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
4.	Name of the national and international codes/certifications/labels/standards (e.g. Forest Stewardship Council, Fairtrade, Rainforest Alliance, Trustea) standards (e.g. SA 8000, OHSAS, ISO, BIS) adopted by your entity and mapped to each principle	-	-	ISO 45001: Occupational Health and Safety Management Systems	-	-	ISO 14001: Environment Management Systems	-	-	-
5.	Specific commitments, goals and targets set by the entity with defined timelines, if any	IRCON is committed to establishing clear commitments, goals, and targets in line with the NGRBC principles, as part of its BRSR framework. The company has aligned its initiatives with key national targets and schemes, particularly in the areas of energy efficiency, community development, and environmental sustainability. IRCON also maintains a strong focus on quality management, environmental stewardship, and worker safety, ensuring that its ISO certifications (ISO 9001, ISO 14001, ISO 45001) remain updated in accordance with any changes by relevant authorities. This dedication to best practices reinforces IRCON's leadership in responsible construction and sustainable development, supporting both ongoing business success and meaningful contributions to a sustainable future.								
6.	Performance of the entity against the specific commitments, goals and targets along-with reasons in case the same are not met.									

### Governance, leadership and oversight

## BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

S. No.	Disclosure Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
7.	<b>Statement by director responsible for the business responsibility report, highlighting ESG related challenges, targets and achievements (listed entity has flexibility regarding the placement of this disclosure)</b>	<p>At IRCON International Limited, our unwavering focus remains on building infrastructure that is not only robust and future-ready, but also aligned with the highest standards of sustainable and ethical conduct. Guided by the National Guidelines on Responsible Business Conduct (NGRBC) and aligned with global ESG frameworks, we strive to ensure that sustainability is embedded across all aspects of our business—from project planning and execution to stakeholder engagement and value creation.</p> <p>Over the past year, we have made meaningful strides in improving our ESG performance. This includes strengthening our environment management systems, reinforcing workplace safety through ISO 45001-aligned protocols, enhancing transparency in our operations, and advancing diversity and inclusion across the organization. We continue to prioritize energy efficiency, resource conservation, and responsible supply chain management while executing critical infrastructure projects nationally and globally.</p> <p>We recognize the material risks posed by climate change, resource scarcity, and social inequities—and we are committed to addressing these proactively. At the same time, we view ESG integration not only as a compliance obligation but as a strategic opportunity to create lasting value for all stakeholders. Our growth journey is underpinned by strong governance, stakeholder trust, and a steadfast commitment to ethical leadership. By aligning our operational excellence with sustainability imperatives, IRCON aims to be a catalyst for inclusive and environmentally responsible development, contributing to a more resilient future for India and beyond.</p>								
8.	<b>Details of the highest authority responsible for implementation and oversight of the Business Responsibility policy(ies).</b>	<p>Director (Finance) – Smt. Ragini Advani Nodal Officer – Shri S.V.Satyanarayana Rao, GM (Civil)</p>								
9.	<b>Does the entity have a specified Committee of the Board/ Director responsible for decision making on sustainability related issues? (Yes / No). If yes, provide details</b>	<p>Yes, IRCON accomplishes its decision-making on sustainability issues through the Corporate Social Responsibility &amp; Sustainability Committee. The following are the members of the committee as of 31.03.2025:</p> <ol style="list-style-type: none"> <li>Chairperson: Smt. Ragini Advani, Director (Finance)</li> <li>Member: Shri Varadharajan T., Independent Director</li> <li>Member: Shri Anupum Singh, Government Nominee (Part-Time Official) Director.</li> </ol>								

### 10. Details of Review of NGRBCs by the Company:

Indicate whether review was undertaken by Director / Committee of the Board/ Any other Committee

Subject for Review	P1	P2	P3	P4	P5	P6	P7	P8	P9
Performance against above policies and follow up action	Yes, by the Director / Committee of the Board / Board								
Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliances	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes

Frequency (Annually/ Half yearly/ Quarterly/ Any other – please specify)

Subject for Review	P1	P2	P3	P4	P5	P6	P7	P8	P9
Performance against above policies and follow up action	As and when required								
Compliance with statutory requirements of relevance to the principles, and, rectification of any non-compliances	As and when required								



## BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

11. Has the entity carried out independent assessment/ evaluation of the working of its policies by an external agency? (Yes/No).

If yes, provide name of the agency.	P1	P2	P3	P4	P5	P6	P7	P8	P9
Yes, by VMC Management Consulting Pvt Ltd									

12. If answer to question (1) above is "No" i.e. not all Principles are covered by a policy, reasons to be stated:

Questions	P1	P2	P3	P4	P5	P6	P7	P8	P9
The entity does not consider the principles material to its business (Yes/No)	Not Applicable								
The entity is not at a stage where it is in a position to formulate and implement the policies on specified principles (Yes/No)									
The entity does not have the financial or/human and technical resources available for the task (Yes/No)									
It is planned to be done in the next financial year (Yes/No)									
Any other reason (please specify)									

### Section C

#### Principle wise Performance Disclosure

This section is aimed at helping entities demonstrate their performance in integrating the Principles and Core Elements with key processes and decisions. The information sought is categorized as "Essential" and "Leadership". While the essential indicators are expected to be disclosed by every entity that is mandated to file this report, the leadership indicators may be voluntarily disclosed by entities which aspire to progress to a higher level in their quest to be socially, environmentally and ethically responsible.

**Principle 1: Businesses should conduct and govern themselves with integrity, in a manner that is Ethical, Transparent and Accountable.**

#### Essential Indicators

1. Percentage coverage by training and awareness programs on any of the principles in the financial year:

Segment	Total no. of training and awareness programs held	Topics/principles covered under the training and its impact	% age of persons in respective category covered by the awareness programs
Board of Directors	3	1. Directors' Certification Master Class 2. International Technical Seminar of IPWE 2024 3. Training on disclosure requirements under IND-AS.	50%
Key Management Personnel	5	1. Project Financing of renewable projects with emphasis on Tax Computation and methods to save tax adopted while Financial Modeling. 2. Training on disclosure requirements under IND-AS. 3. Personal Investment for Employees 4. Related party transaction 5. Internal Finance Control	100%

## BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

Segment	Total no. of training and awareness programs held	Topics/principles covered under the training and its impact	% age of persons in respective category covered by the awareness programs
Employees other than BOD and KMPs	9	1. Imperative of ethics in Management 2. Red Flags in Procurement 3. Vigilance in Construction Industry and General Observation 4. Internal Finance Control 5. Prohibition of Insider Trading 6. Human Rights 7. Health Talk on Air Pollution & Smoking Cessation 8. Health Talk on Work Ergonomics 9. Basics of ISO:9001/14001/45001 & Content related to Quality & SHE	29%
Workers	NA	NA	NA

2. Details of fines / penalties /punishment/ award/ compounding fees/ settlement amount paid in proceedings (by the entity or by directors / KMPs) with regulators/ law enforcement agencies / judicial institutions in the financial year, in the following format.

(Note: the entity shall make disclosures on the basis of materiality as specified in Regulation 30 of SEBI (Listing Obligations and Disclosure Obligations) Regulations, 2015 and as disclosed on the entity's website):

	NGRBC Principle	Name of the regulatory/ enforcement agencies/judicial institutions	Amount (In INR)	Brief of the case	Has an appeal been preferred? (Yes/No)
<b>Monetary</b>					
Penalty/Fine		NIL			
Settlement					
Compounding fee					
	NGRBC Principle	Name of the regulatory/ enforcement agencies/judicial institutions	Amount (In INR)	Brief of the case	Has an appeal been preferred? (Yes/No)
<b>Non-Monetary</b>					
Imprisonment		NIL			
Punishment					

3. Of the instances disclosed in Question 2 above, details of the Appeal/ Revision preferred in cases where monetary or non-monetary action has been appealed.

Case Details	Name of the regulatory/ enforcement agencies/ judicial institutions
NIL	

4. Does the entity have an anti-corruption or anti-bribery policy? If yes, provide details in brief and if available, provide a web-link to the policy

IRCON follows the comprehensive Central Vigilance Manual (CVM), which serves as its guiding framework for ensuring integrity and ethical conduct within IRCON. As a result, while it does not have a separate anti-bribery or anti-corruption policy, its adherence to the CVM effectively addresses these principles by promoting transparency, accountability, and zero tolerance for corrupt practices.

The CVM is a comprehensive guide that outlines principles, procedures, and best practices for preventing and controlling corruption and bribery. It provides a framework for IRCON employees and officers to avoid corruption, ensure ethical conduct, and follow disciplinary protocols. The manual focuses on transparency, integrity, and accountability, and guides the implementation of anti-corruption measures and internal controls. It covers various

## BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

risk areas, such as procurement and financial management. By following the CVM, IRCON aims to build a strong anti-corruption framework, foster public trust, and uphold a culture of integrity within the organization.

In addition, IRCON has implemented a Fraud Prevention and Detection Policy to address any suspected fraud by employees, vendors, suppliers, contractors, or consultants. This policy applies to anyone conducting business with IRCON. The company also has a Whistle Blower Policy, which allows employees to report any ethical concerns.

IRCON has also adopted a Code of Conduct for all Board Members and Senior Management. The company is considering the introduction of a formal anti-bribery policy to further strengthen its commitment to ethical practices.

As a listed Public Sector Enterprise, IRCON complies with the Ethics, Transparency, and Accountability policies outlined by SEBI Regulations, the Companies Act, Department of Public Enterprises (DPE) Guidelines, and other relevant government directives. These policies apply to IRCON and its subsidiaries. Joint Venture Companies associated with IRCON have their own set of principles and procedures, which are generally in line with government policies.

Relevant Web-links:

- Central Vigilance Manual: <https://cvc.gov.in/vigilancemanual.html>
- Fraud Prevention and Detection Policy: <https://www.ircon.org/images/file/cosecy/FPDC%20Policy%20CMD.pdf>
- Whistle Blower's Policy: <https://www.ircon.org/images/file/cosecy/Whistle-Blower-Policy.pdf>

### 5. Number of directors/KMPs/employees/workers against whom disciplinary action was taken by any law enforcement agency for the charges of bribery/ corruption.

	FY 2024-25 (Current Financial Year)	FY 2023-24 (Previous Financial Year)
<b>Directors</b>	NIL	NIL
<b>KMPs</b>	NIL	NIL
<b>Employees</b>	NIL	2
<b>Workers</b>	NIL	NIL

### 6. Details of complaints with regard to conflict of interest

	FY 2024-25 (Current Financial Year)		FY 2023-24 (Previous Financial Year)	
	Number	Remark	Number	Remark
<b>Number of complaints received in relation to issues of Conflict of Interest of the Directors</b>	NIL	NIL	NIL	NIL
<b>Number of complaints received in relation to issues of Conflict of Interest of the KMPs</b>				

### 7. Provide details of any corrective action taken or underway on issues related to fines / penalties / action taken by regulators/ law enforcement agencies/ judicial institutions, on cases of corruption and conflicts of interest.

Not Applicable

### 8. Number of days of accounts payables (Accounts payable \*365)/ Cost of goods/services procured) in the following format:

	FY 2024-25 (Current Financial Year)	FY 2023-24 (Previous Financial Year)
Number of days of accounts payables	51	30

## BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

### 9. Open-ness of business:

Provide details of concentration of purchases and sales with trading houses, dealers, and related parties along with loans and advances & investments, with related parties, in the following format:

Parameter	Metrics	FY 2024-25 (Current Financial Year)	FY 2023-24 (Previous Financial Year)
Concentration of Purchases	a. Purchase from trading houses as % of total purchases	–	–
	b. Number of trading houses where purchases are made from	–	–
	c. Purchases from top 10 trading houses as % of total purchases from trading houses	–	–
Concentration of Sales	a. Sales to dealers/ distributors as % of total sales	–	–
	b. Number of dealers/ distributors to whom sales are made	–	–
	c. Sales to top 10 dealers/ distributors as % of total sales to dealers/ distributors	–	–
Share of RPTs in	a. Purchases (Purchases with related parties/ Total Purchases)	0.09%	0.087%
	b. Sales (Sales to related parties/ Total Sales)	82.01%	83.13%
	c. Loans & advances (Loans & advances given to related parties/ Total loans & advances)	98.67%	–
	d. Investments (Investments in related parties/ Total investments made)	57.96%	29.72%

### Leadership Indicators

#### 2. Does the entity have processes in place to avoid/ manage conflict of interests involving members of the Board? (Yes/No). If Yes, provide details of the same.

Yes, IRCON has established processes to avoid and manage conflicts of interest among Board members, as outlined in its Code of Business Conduct and Ethics for Board Members and Senior Management. The Code requires Board members to act in the company's best interests, avoid situations where their personal interests could conflict with those of IRCON, disclose any potential conflicts, and refrain from using their position or company information for personal gain. These measures ensure transparency, integrity, and ethical decision-making at the Board level.

Weblink: [https://www.ircon.org/images/file/cosecy/CODE\\_OF\\_BUSINESS\\_CONDUCT\\_AND\\_ETHICS\\_FOR\\_BOARD\\_MEMBERS\\_AND\\_SENIOR\\_MANAGEMENT.pdf](https://www.ircon.org/images/file/cosecy/CODE_OF_BUSINESS_CONDUCT_AND_ETHICS_FOR_BOARD_MEMBERS_AND_SENIOR_MANAGEMENT.pdf)

### Principle 2: Businesses should provide goods and services in a manner that is sustainable and safe.

### Essential Indicators

#### 1. Percentage of R&D and capital expenditure (capex) investments in specific technologies to improve the environmental and social impacts of product and processes to total R&D and capex investments made by the entity, respectively.

	FY 2024-25	FY 2023-24	Details of improvements in environmental and social impacts
R&D	NA	NA	NA
Capex	NA	NA	NA



## BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

- 2 a. Does the entity have procedures in place for sustainable sourcing? (Yes/No)

No

- b. If yes, what percentage of inputs were sourced sustainably?

NA

3. Describe the processes in place to safely reclaim your products for reusing, recycling and disposing at the end of life, for (a) Plastics (including packaging) (b) E-waste (c) Hazardous waste and (d) other waste.

a) Plastic waste	NA
b) E- waste	NA
c) Hazardous Waste	NA
d) Other waste	NA

4. Whether Extended Producer Responsibility (EPR) is applicable to the entity's activities (Yes/No). If yes, whether the waste collection plan is in line with the Extended Producer Responsibility (EPR) plan submitted to Pollution Control Boards? If not, provide steps taken to address the same.

Not Applicable.

### Leadership Indicators

1. Has the entity conducted Life Cycle Perspective / Assessments (LCA) for any of its products (for manufacturing industry) or for its services (for service industry)? If yes, provide details in the following format?

NIC Code	Name of Product / Service	% of total Turnover contributed	Boundary for which the Life Cycle Perspective / assessment was conducted	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No) If yes, provide the web-link.
----------	---------------------------	---------------------------------	--	---	---

Not Applicable

2. If there are any significant social or environmental concerns and/or risks arising from production or disposal of your products / services, as identified in the Life Cycle Perspective / Assessments (LCA) or through any other means, briefly describe the same along-with action taken to mitigate the same.

Name of Product / Service	Description of the risk / concern	Action Taken
---------------------------	-----------------------------------	--------------

Not Applicable

3. Percentage of recycled or reused input material to total material (by value) used in production (for manufacturing industry) or providing services (for service industry).

Indicate input material	Recycled or re-used input material to total material	
	FY 24-25 Current Financial Year	FY 23-24 Previous Financial Year

Not Applicable

4. Of the products and packaging reclaimed at end of life of products, amount (in metric tonnes) reused, recycled, and safely disposed, as per the following format:

Indicate input material	FY 24-25 Current Financial Year			FY 23-24 Previous Financial Year		
	Re-Used	Recycled	Safely Disposed	Re-Used	Recycled	Safely Disposed
Plastics (including packaging)	NA			NA		
E-waste						
Hazardous waste						
Other waste						

# BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

## 5. Reclaimed products and their packaging materials (as percentage of products sold) for each product category.

Indicate product category	Reclaimed products and their packaging materials as % of total products sold in respective category
	Not Applicable

**Principle 3: Businesses should respect and promote the well-being of all employees including those in their value chains.**

### Essential Indicators

#### 1. a. Details of measures for the well-being of employees:

Category	% of employees covered by										
	Total (A)	Health Insurance		Accident Insurance		Maternity benefits		Paternity Benefits		Daycare facilities	
		No. (B)	% (B/A)	No. (C)	% (C/A)	No. (D)	% (D/A)	No. (E)	% (E/A)	No. (F)	% (F/A)
<b>Permanent employees</b>											
Male	779	779	100%	779	100%	NA	NA	779	100%	NIL	NIL
Female	55	55	100%	55	100%	55	100%	NA	NA	NIL	NIL
Total	834	834	100%	834	100%	55	6.59%	779	93.40%	NIL	NIL
<b>Other than Permanent employees</b>											
Male	338	338	100%	338	100%	NA	NA	0	100%	NIL	NIL
Female	10	10	100%	10	100%	0	0%	NA	NA	NIL	NIL
Total	348	348	100%	348	100%	0	0%	0	0%	NIL	NIL

#### b. Details of measures for the well-being of workers

Category	% of workers covered by										
	Total (A)	Health Insurance		Accident Insurance		Maternity benefits		Paternity Benefits		Daycare facilities	
		No. (B)	% (B/A)	No. (C)	% (C/A)	No. (D)	% (D/A)	No. (E)	% (E/A)	No. (F)	% (F/A)
Permanent workers											
Male	Not Applicable										
Female											
Total											
Other than Permanent workers											
Male	Not Applicable										
Female											
Total											

#### c. Spending on measures towards well-being of employees and workers (including permanent and other than permanent) in the following format –

	FY 2024-25 (Current Financial Year)	FY 2023-24 (Previous Financial Year)
	Re-Used	Recycled
Cost incurred on well-being measures as a % of total revenue of the company	0.107%	2.40%

## BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

### 2. Details of retirement benefits, for Current FY and Previous Financial Year.

Benefits	FY 2024-25			FY 2023-24		
	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)	No. of employees covered as a % of total employees	No. of workers covered as a % of total workers	Deducted and deposited with the authority (Y/N/N.A.)
PF	100%	NA	Y	100%	NA	Y
Gratuity	100%	NA	Y	100%	NA	Y
ESI	NA	NA	NA	NA	NA	NA
Others: Retirement Benefits like NPS, Medical, etc.	100%	NA	Y	100%	NA	Y

### 3. Accessibility of workplaces

**Are the premises / offices of the entity accessible to differently-abled employees and workers, as per the requirements of the Rights of Persons with Disabilities Act, 2016? If not, whether any steps are being taken by the entity in this regard.**

Yes, IRCON complies with the Rights of Persons with Disabilities Act, 2016 by designing its office spaces to support accessibility and inclusivity for employees and workers with disabilities. The company has introduced several features to achieve this objective.

The following are notable features:

1. **Sensor-equipped Automated Doors:** IRCON has installed automated doors with sensors, facilitating easy access for individuals with mobility challenges. These doors automatically open when triggered by the presence of a person, ensuring convenience and smooth entry.
2. **Lift Facilities:** To ensure vertical accessibility, IRCON has installed lifts that adhere to accessibility standards. These lifts enable employees and workers with mobility limitations to effortlessly access different floors of the office building, promoting ease of movement and convenience.
3. **Provision of Wheelchairs:** IRCON provides wheelchairs for employees and workers with mobility challenges. These wheelchairs are available within the office premises and can be used by individuals who require them to move around the workplace comfortably. This provision promotes inclusivity and ensures that employees with mobility limitations can navigate the office environment with ease. A provision for a liaison is made at the premises as per the requirements of the employee.

### 4. Does the entity have an equal opportunity policy as per the Rights of Persons with Disabilities Act, 2016? If so, provide a web-link to the policy.

Yes, IRCON has a dedicated Equal Opportunity Policy in accordance with the Rights of Persons with Disabilities Act, 2016 (including subsequent amendments thereafter). This policy guarantees that all employees, regardless of race, gender, age, disability, religion, or any other protected attribute; are provided equal access to employment opportunities, benefits, and career advancement. It strictly prohibits discrimination, harassment, or bias in any aspect of employment, including recruitment, hiring, training, promotions, compensation, and termination. The policy also ensures that employees with disabilities receive necessary accommodations and support to access job opportunities and perform their roles effectively. Additionally, a strong grievance redressal mechanism is in place to address any discrimination concerns raised by individuals with disabilities within the organization.

Web Link – [https://www.ircon.org/images/file/cosecy/Equal\\_Opportunity\\_Policy\\_pdf.pdf](https://www.ircon.org/images/file/cosecy/Equal_Opportunity_Policy_pdf.pdf)

### 5. Return to work and Retention rates of permanent employees and workers that took parental leave.

Gender	Permanent Employees		Permanent Workers	
	Return to work rate	Retention rate	Return to work rate	Retention rate
Male	100%	100%	NA	NA
Female	100%	100%	NA	NA
<b>Total</b>	<b>100%</b>	<b>100%</b>	<b>NA</b>	<b>NA</b>

## BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

### 6. Is there a mechanism available to receive and redress grievances for the following categories of employees and worker? If yes, give details of the mechanism in brief. Yes/No (If Yes, then give details of the mechanism in brief)

Permanent Workers	No
Other than Permanent Workers	No
Permanent Employees	<p>Yes, IRCON has robust mechanisms in place to receive and address grievances from employees and workers. The organization utilizes CPGRAMS (Centralized Public Grievance Redress and Monitoring System), a government initiative for the effective resolution and tracking of public grievances. Each grievance submitted through CPGRAMS is thoroughly reviewed by the relevant department to ensure timely redressal.</p> <p>Additionally, IRCON provides a dedicated grievance redressal mechanism on its intranet, featuring a specific link and an escalation matrix for employees. This internal platform allows employees to submit grievances directly, monitor the progress of their complaints, and ensures that concerns are escalated and resolved efficiently. These systems reflect IRCON's commitment to transparency and prompt grievance resolution for all categories of employees.</p>
Other than Permanent Employees	<p>Yes, IRCON has robust mechanisms in place to receive and address grievances from employees and workers. The organization utilizes CPGRAMS (Centralized Public Grievance Redress and Monitoring System), a government initiative for the effective resolution and tracking of public grievances. Each grievance submitted through CPGRAMS is thoroughly reviewed by the relevant department to ensure timely redressal.</p> <p>Additionally, IRCON provides a dedicated grievance redressal mechanism on its intranet, featuring a specific link and an escalation matrix for employees. This internal platform allows employees to submit grievances directly, monitor the progress of their complaints, and ensures that concerns are escalated and resolved efficiently. These systems reflect IRCON's commitment to transparency and prompt grievance resolution for all categories of employees.</p>

### 7. Membership of employees and worker in association(s) or Unions recognized by the listed entity

Category	FY 2024-25			FY 2023-24		
	Total employees/ workers in respective category (A)	No. of employees/ workers in respective category, who are part of association(s) or Union (B)	% (B / A)	Total employees / workers in respective category (C)	No. of employees / workers in respective category, who are part of association(s) or Union (D)	% (D / C)
<b>Total Permanent Employees</b>						
Male						
Female						
<b>Total Permanent Workers</b>						
Male						
Female						

Not Applicable

### 8. Details of training given to employees and workers

Category	FY 2024-25					FY 2023-24				
	Total (A)	On health & safety measures		On skill upgradation		Total (D)	On health & safety measures		On skill upgradation	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
EMPLOYEES										
Male	1117	94	8.41%	539	47%	813	63	7.75%	119	14.63%
Female	65	32	49.23%	50	77%	48	12	25%	26	54.16%
Total	1182	126	10.66%	589	49%	861	75	8.71%	145	16.84%
WORKERS										
Male	Not Applicable									
Female										
Total										

Not Applicable



## BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

### 9. Details of performance and career development reviews of employees and worker

Category	FY 2024-25			FY 2023-24		
	Total (A)	No. (B)	% (B/A)	Total (C)	No. (D)	% (D/C)
<b>EMPLOYEES*</b>						
Male	779	485	62.25%	813	811	99.75%
Female	55	35	63.63%	48	48	100.00%
Total	834	520	62.35%	861	859	99.76%
<b>WORKERS</b>						
Male	Not Applicable					
Female						
Total						

\* This data includes the permanent employees and whole-time directors.

### 10. Health and safety management system:

**a. Whether an occupational health and safety management system has been implemented by the entity? (Yes/ No). If yes, the coverage of such system?**

Yes, IRCON has established and implemented an Occupational Health and Safety (OHS) Management System in accordance with ISO 45001:2018, valid until 27.12.2027. The organization has identified and defined the necessary processes and their application across all functions, including determining the inputs and outputs for each process and developing an Inter-relation Matrix to illustrate their relationships. The sequence and interaction of these processes have been established, and appropriate criteria and methods-such as monitoring, measurement, and performance indicators-are utilized to ensure effective operation and control. Resources have been allocated, and roles and responsibilities have been clearly assigned. Risks and opportunities are systematically addressed, and processes are regularly evaluated and improved to achieve their intended outcomes. IRCON maintains documented information to support process operations and retains documentation to ensure adherence to planned processes in line with the ISO standards of ISO 45001:2018.

**b. What are the processes used to identify work-related hazards and assess risks on a routine and non-routine basis by the entity?**

IRCON employs a structured approach to identify work-related hazards and assess risks for both routine and non-routine activities. This is achieved through the implementation of a well-defined Occupational Health & Safety (OH&S) Manual, which outlines systematic procedures for hazard identification and risk assessment. The core process involves Hazard Identification and Risk Assessment (HIRA), where hazards are regularly identified, evaluated, and prioritized based on their potential impact.

In addition, safety inspections are conducted at defined intervals to proactively detect and address hazards in the workplace. Comprehensive training programs are organized at project sites to ensure that all employees and contractors are aware of potential risks and safe work practices. Compliance with all relevant legal and regulatory requirements is strictly maintained and forms an integral part of the risk assessment process.

These processes are continuously monitored and improved to ensure their effectiveness, with all procedures and controls supported by the OH&S Management System, which is valid until 27.12.2027.

**c. Whether you have processes for workers to report the work-related hazards and to remove themselves from such risks. (Y/N)**

Yes, such dedicated processes are present for workers. Following any incident or accident, the Person in Charge of Health and Safety (PH/SO) initiates an investigation in coordination with the subcontractor's safety officer and other site staff to determine the causes and recommend corrective actions. The incident/accident report form is completed, and the PHSO identifies the necessary remedial steps. The Safety Officer then presents the findings to the Safety Committee and also shares the report during the Project Quality Council Meeting.

**d. Do the employees/ worker of the entity have access to non-occupational medical and healthcare services? (Yes/ No)**

Yes, IRCON ensures that employees have access to non-occupational medical and healthcare services. The company offers a comprehensive range of benefits to both permanent and non-permanent staff, including reimbursement for outdoor and indoor medical treatments, approval for medical advances, ambulance charges, and complete health checkup benefits. Additionally, IRCON has established a medical trust to provide further assistance to employees in various situations

# BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

## 11. Details of safety related incidents

Safety Incident/Number	Category	FY 2024-25	FY 2023-24
Lost Time Injury Frequency Rate (LTIFR) (per one million-person hours worked)	Employees	NIL	NIL
	Workers	NIL	NIL
Total recordable work-related injuries	Employees	NIL	NIL
	Workers	NIL	NIL
No. of fatalities	Employees	NIL	NIL
	Workers	NIL	NIL
High consequence work-related injury or ill-health (excluding fatalities)	Employees	NIL	NIL
	Workers	NIL	NIL

\*IRCON does not have any workers on its pay-roll, we only have workers through contractors.

## 12. Describe the measures taken by the entity to ensure a safe and healthy workplace.

IRCON implements a comprehensive and structured approach to workplace health and safety by regularly identifying hazards, conducting risk assessments, and organizing safety drills for various scenarios. Stringent safety measures, including the enforcement of Safety related Standard Operating Procedures (SOPs) and comprehensive training programs, are in place at project sites to safeguard employees and workers. Scheduled medical checkups monitor employee health, while the company follows the Industrial Safety Hierarchy-prioritizing elimination, substitution, engineering controls, and administrative controls to systematically mitigate risks. Hazards are first eliminated or replaced with safer alternatives when possible; engineering and administrative controls are then applied, and personal protective equipment (PPE) is provided as needed. Through consistent application of these measures, IRCON fosters a strong culture of safety and responsibility, ensures regulatory compliance, and supports the long-term well-being of its workforce.

## 13. Number of Complaints on the following made by employees and workers

	FY 2024-25			FY 2023-24		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
Working Conditions	NIL	NIL	NIL	NIL	NIL	NIL
Health & Safety	NIL	NIL	NIL	NIL	NIL	NIL

## 14. Assessment for the year

% of your plants and offices that were assessed (by entity or statutory authorities or third parties)	
Health and safety practices	90%
Working Conditions	90%

## 15. Provide details of any corrective action taken or underway to address safety-related incidents (if any) and on significant risks / concerns arising from assessments of health & safety practices and working conditions.

The following are the corrective actions taken to address safety-related incidents:

- 1) Slope Stabilization and Protection: Implemented slope stabilization measures in hilly areas to enhance the safety and stability of execution zones during the movement of workers and machinery. This has significantly reduced the risk of fatalities and contributed to safer working hours.
- 2) Awareness and Competency Enhancement: Conducted targeted safety awareness programs and competency mapping/appreciation sessions to ensure that all personnel are adequately trained and aware of safe work practices.
- 3) Sensor-Based Wagon Usage: Introduced sensor-based wagons for loading and unloading ballast, minimizing manual handling and reducing the risk of accidents during these operations.

## BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

- 4) Staging for Pile Driving Operations: Adopted and implemented staging around every liner during pile driving activities at project sites, effectively preventing cave-in incidents and ensuring the safety of workers during piling work.
- 5) Deployment of Automated Track Machines: Deployed new track machines for automated rail and sleeper laying, which has reduced manual intervention and associated hazards, thereby improving overall site safety.
- 6) Bi-Directional Static Load Test of Piles: To minimize on-site risks related to safety and execution of work.

### Leadership Indicators

1. **Does the entity extend any life insurance or any compensatory package in the event of death of (A) Employees (Y/N) (B) Workers (Y/N)?**

(A) Employees – Yes

(B) Workers – NA

2. **Provide the measures undertaken by the entity to ensure that statutory dues have been deducted and deposited by the value chain partners.**

IRCON has instituted multiple mechanisms to ensure that statutory dues such as Provident Fund (PF), Employees' State Insurance (ESI), and other applicable levies are duly deducted and deposited. Key measures include:

1. Measures to ensure deduction of statutory dues is duly incorporated in the General Conditions of Contract (GCC) and Special Conditions of Contract (SCC), in accordance with applicable laws.
2. Labour-related compliance details—including PF, ESI, safety measures, and workforce particulars—are submitted and monitored through the Shramik Kalyan Portal, which facilitates real-time oversight and documentation of statutory compliance.
3. IRCON ensures compliance with applicable central and state government statutory regulations through periodic internal audits.

3. **Provide the number of employees / workers having suffered high consequence work related injury / ill-health / fatalities (as reported in Q11 of Essential Indicators above), who have been are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment:**

	Total no. of affected employees/ workers		No. of employees/workers that are rehabilitated and placed in suitable employment or whose family members have been placed in suitable employment	
	FY 2024-25 (Current Financial Year)	FY 2023-24 (Previous Financial Year)	FY 2024-25 (Current Financial Year)	FY 2023-24 (Previous Financial Year)
<b>Employees</b>	NIL	NIL	NIL	NIL
<b>Workers</b>	NA	NA	NA	NA

4. **Does the entity provide transition assistance programs to facilitate continued employability and the management of career endings resulting from retirement or termination of employment? (Yes/ No)**

No, IRCON currently does not have a designated transition assistance program.

5. **Details on assessment of value chain partners:**

% of value chain partners (by value of business done with such partners) that were assessed	
Health and safety practices	100%
Working Conditions	100%

6. **Provide details of any corrective actions taken or underway to address significant risks / concerns arising from assessments of health and safety practices and working conditions of value chain partners.**

# BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

## Principle 4: Businesses should respect the interests of and be responsive to all its stakeholders

### Essential Indicators

#### 1. Describe the processes for identifying key stakeholder groups of the entity.

The process of identifying key stakeholder groups at IRCON begins with clearly defining the company's purpose and role within the industry. Both internal and external stakeholders are then identified, considering their interests and concerns. Primarily engaged in the infrastructure sector, IRCON engages with a diverse range of stakeholders, including investors, shareholders, employees, workers, clients, employers, vendors, sub-contractors, consultants, the community, and end users of infrastructure. The selection of clients or employers is typically based on business interests, while vendors, sub-contractors, and consultants are chosen according to project requirements and contract terms. Responsibility for the end use of infrastructure usually lies with the client or employer, unless otherwise specified in the contract.

IRCON emphasizes building constructive relationships with all stakeholders through ongoing engagement, transparency, and accountability. By understanding and addressing stakeholder needs and concerns, IRCON is able to foster trust, enhance client satisfaction, collaborate effectively with government agencies, and generate value for both shareholders and other stakeholders, ultimately driving better project outcomes.

#### 2. List stakeholder groups identified as key for your entity and the frequency of engagement with each stakeholder group.

Stakeholder Group	Whether identified as Vulnerable & Marginalized Group (Yes/No)	Channels of communication (Email, SMS, Newspaper, Pamphlets, Advertisement, Community Meetings, Notice Board, Website), Other	Frequency of engagement (Annually/ Half yearly/ Quarterly / others – please specify)	Purpose and scope of engagement including key topics and concerns raised during such engagement
Shareholder	No	<ul style="list-style-type: none"> <li>- Annual reports</li> <li>- Press releases &amp; shareholder meetings</li> <li>- Stock exchange intimations</li> <li>- Emails, SMS, newspapers, postal services, and website.</li> </ul>	Annual, Periodic, Quarterly	<p>The focus is on creating shareholder's wealth.</p> <p>Key topics:</p> <ul style="list-style-type: none"> <li>i) Financial Performance</li> <li>ii) Payment of Dividend</li> <li>iii) Business Performance</li> <li>iv) Corporate Governance</li> </ul>
Employees	No	<ul style="list-style-type: none"> <li>- Internal HR communications, web portals, circulars and office orders</li> <li>- Meetings, emails, calls, notice board</li> <li>- Training and appraisals</li> <li>- Cultural events</li> </ul>	Regularly	<p>Key topics:</p> <ul style="list-style-type: none"> <li>i) Information</li> <li>ii) Events,</li> <li>iii) Training,</li> <li>iv) Business activities</li> </ul>
Vendors/ Contractors	No	<ul style="list-style-type: none"> <li>- Meetings</li> <li>- Procurement portals</li> <li>- Emails</li> </ul>	As and when required	-
Clients	No	<ul style="list-style-type: none"> <li>- Meetings</li> <li>- Procurement portals</li> <li>- Emails</li> </ul>	Need-based	Business activities
Community	Yes	<ul style="list-style-type: none"> <li>- Onsite community meetings</li> <li>- Local campaigns</li> </ul>	Need-based	Feedbacks



# BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

## Principle 5: Businesses should respect and promote human rights

### Essential Indicators

#### 1. Employees and workers who have been provided training on human rights issues and policy(ies) of the entity

Category	FY 2024-25			FY 2023-24		
	Total (A)	No. of employees / workers covered (B)	% (B/A)	Total (C)	No. of employees / workers covered (D)	% (D/C)
<b>Employees</b>						
Permanent	834	112	13.43%	861	861	100%
Other than permanent	348	3	0.86%	340	340	100%
Total Employees	1182	115	9.73%	1201	1201	100%
<b>Workers</b>						
Permanent	Not Applicable					
Other than permanent						
Total Workers						

#### 2. Details of minimum wages paid to employees and workers

Category	FY 2024-25					FY 2023-24				
	Total (A)	Equal to minimum wage		More than minimum wage		Total (D)	Equal to minimum wage		More than minimum wage	
		No. (B)	% (B/A)	No. (C)	% (C/A)		No. (E)	% (E/D)	No. (F)	% (F/D)
Employees										
Permanent										
Male	779	-	-	779	100%	813	-	-	813	100%
Female	55	-	-	55	100%	48	-	-	48	100%
Other than permanent										
Male	338	-	-	338	100%	328	-	-	328	100%
Female	10	-	-	10	100%	12	-	-	12	100%
Workers										
Permanent										
Male	Not Applicable									
Female										
Other than permanent										
Male	Not Applicable									
Female										

#### 3. Details of remuneration/salary/wages

##### a. Median remuneration/ wages:

	Male		Female	
	Number	Median remuneration/ salary/ wages of respective category	Number	Median remuneration/ salary/ wages of respective category
Board of Directors (BoD)*	3	INR 7511304	1	INR 6989743
Key Managerial Personnel*	1	INR 5380533	1	INR 2477420
Employees other than BoD and KMP	761	INR 1889518	53	INR 11811434
Workers	NA	NA	NA	NA

## BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

\*NOTE:

1. KMP includes CS and CFO (ED/Finance).
2. BOD includes CMD and Whole Time Directors only as on 31.03.2025.

**b. Gross wages paid to females as % of total wages paid by the entity, in the following format:**

	FY 2024-25 (Current Financial Year)	FY 2023-24 (Previous Financial Year)
Gross wages paid to females as % of total wages	5.69%	5.00%

**4. Do you have a focal point (Individual/ Committee) responsible for addressing human rights impacts or issues caused or contributed to by the business? (Yes/No)**

Yes. ED (P/HRM) is responsible.

**5. Describe the internal mechanisms in place to redress grievances related to human rights issues.**

IRCON has put in place robust mechanisms to address human rights-related grievances, guided by its dedicated Human Rights Policy and statutory requirements. Employees and stakeholders can submit and track grievances through CPGRAMS or directly to the relevant department's Competent Authority. The company strictly prohibits discrimination, child or forced labour, and ensures fair payment, freedom of association, and safe, accessible workplaces. Specialized committees, such as the Internal Complaints Committee for sexual harassment, further support grievance redressal. All complaints are handled confidentially, with protection against retaliation, and IRCON regularly reviews and improves these processes to uphold a culture of respect, inclusivity, and accountability.

**6. Number of Complaints on the following made by employees and workers:**

	FY 2024-25			FY 2023-24		
	Filed during the year	Pending resolution at the end of year	Remarks	Filed during the year	Pending resolution at the end of year	Remarks
<b>Sexual Harassment</b>	NIL	NIL	-	NIL	NIL	-
<b>Discrimination at workplace</b>	NIL	NIL	-	NIL	NIL	-
<b>Child Labor</b>	NIL	NIL	-	NIL	NIL	-
<b>Forced Labour/Involuntary Labour</b>	NIL	NIL	-	NIL	NIL	-
<b>Wages</b>	NIL	NIL	-	NIL	NIL	-
<b>Other human rights related issues</b>	NIL	NIL	-	NIL	NIL	-

**7. Complaints filed under the Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013, in the following format:**

	FY 2024-25 (Current Financial Year)	FY 2023-24 (Previous Financial Year)
Total Complaints reported under Sexual Harassment on of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013 (POSH)	NIL	NIL
Complaints on POSH as a % of female employees / workers	NIL	NIL
Complaints on POSH upheld	NIL	NIL

**8. Mechanisms to prevent adverse consequences to the complaints in discrimination and harassment cases.**

To safeguard complainants in cases of discrimination and harassment, IRCON employs several measures. These include maintaining strict confidentiality of complainants' identities and details, enforcing strong non-retaliation policies, and providing whistleblower protection for anonymous reporting. The company also conducts independent and unbiased investigations, offers disciplinary action and support for complainants as needed, and

## BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

provides ongoing training and awareness programs. Additionally, external reporting mechanisms are available, and regular reviews and evaluations are conducted. Through these steps, IRCON ensures a safe and supportive environment for reporting complaints, addressing issues effectively, and protecting complainants from adverse consequences.

### 9. Do human rights requirements form part of your business agreements and contracts? (Yes/No)

Yes

### 10. Assessments for the year:

	% of your plants and offices that were assessed (by entity or statutory authorities or third parties)
Child Labour	100%
Forced/involuntary labour	100%
Sexual harassment	100%
Discrimination at workplace	100%
Wages	100%
Others-please specify	-

### 11. Provide details of any corrective actions taken or underway to address significant risks/concerns arising from the assessments at Question 9 above.

As per the General Contract Conditions terms 'Claim on Account of Violation of Labour Law', provisions are established.

#### Leadership Indicators

#### 1. Details of a business process being modified / introduced as a result of addressing human rights grievances/complaints.

NA

#### 2. Details of the scope and coverage of any Human rights due-diligence conducted.

NA

#### 3. Is the premise/office of the entity accessible to differently abled visitors, as per the requirements of the Rights of Persons with Disabilities Act, 2016?

The premises of IRCON International Limited is designed to ensure easy accessibility to differently-abled visitors.

## Principle 6: Businesses should respect and make efforts to protect & restore the environment

#### Essential Indicators

#### 1. Details of total energy consumption (in Joules or multiples) and energy intensity

Parameter	FY 2024-25	FY 2023-24
<b>From renewable sources</b>		
Total electricity consumption (A)	340.13 GJ	4775.29 GJ
Total fuel consumption (B)		
Energy consumption through other sources (C)		
<b>Total energy consumed from renewable sources (A+B+C)</b>	<b>340.13 GJ</b>	<b>4775.29 GJ</b>
<b>From non-renewable sources</b>		
Total electricity consumption (D)	35,807.51 GJ	1,09,942.897 GJ
Total fuel consumption (E)	5,67,552.23 GJ	10,75,757.51 GJ

## BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

Parameter	FY 2024-25	FY 2023-24
Energy consumption through other sources (F)	-	-
<b>Total energy consumed from non-renewable sources (D+E+F)</b>	6,03,359.74 GJ	11,85,700.41 GJ
<b>Total energy consumed (A+B+C+D+E+F)</b>	6,03,699.87 GJ	11,90,475.7 GJ
<b>Energy intensity per rupee of turnover</b> (Total energy consumed / Revenue from operations)	0.000006 GJ/Cr	0.0000099 GJ/Cr
<b>Energy intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)</b> (Total energy consumed / Revenue from operations adjusted for PPP)	27654.03	52026.73
<b>Energy intensity in terms of physical output</b>		
Energy intensity (optional) – the relevant metric may be selected by the entity	NA	NA
<b>Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.</b>		
No assurance by an external agency		

2. Does the entity have any sites / facilities identified as designated consumers (DCs) under the Performance, Achieve and Trade (PAT) Scheme of the Government of India? (Y/N) If yes, disclose whether targets set under the PAT scheme have been achieved. In case targets have not been achieved, provide the remedial action taken, if any.

Not Applicable, as IRCON is not identified as designated consumers (DCs) as per Carbon Credit Trading Scheme (CCTS), 2023.

3. Provide details of the following disclosures related to water

Parameter	FY 2024-25	FY 2023-24
<b>Water withdrawal by source (in kilolitres)</b>		
(i) Surface water	732396	134681.8
(ii) Ground water	3354520.8	2840520.18
(iii) Third party water	1463.6	4242.35
(iv) Seawater / desalinated water	-	-
(v) Others	-	-
<b>Total volume of water withdrawal (in kilolitres) (i + ii + iii + iv + v)</b>	<b>4088380.40</b>	<b>4188364.33</b>
<b>Total volume of water consumption (in kilolitres)</b>	3834140.6	3350691.464
<b>Water intensity per rupee of turnover</b> (Water consumed / turnover)	0.0037 KL/mn INR	0.0029 KL/mn INR
<b>Water intensity</b> (optional) – the relevant metric may be selected by the entity		
<b>Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.</b>		
No assurance by an external agency		

4. Provide details of the following details related to water discharged:

Parameter	FY 2024-25	FY 2023-24
<b>Water discharge by destination and level of treatment (in kilolitres)</b>		
(i) To Surface water		
- No treatment	1055	-
- With treatment – please specify level of treatment	94969	-
(ii) To Ground water		
- No treatment	-	-



## BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

Parameter	FY 2024-25	FY 2023-24
- With treatment – please specify level of treatment	-	-
(iii) To Seawater		
- No treatment	23529	-
- With treatment – please specify level of treatment	-	-
(iv) Sent to third-parties		
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
(v) Others		
- No treatment	-	-
- With treatment – please specify level of treatment	-	-
<b>Total water discharged (in kilolitres)</b>	<b>119553</b>	<b>670138.29</b>

**5. Has the entity implemented a mechanism for Zero Liquid Discharge? If yes, provide details of its coverage and implementation.**

Yes, IRCON has implemented a Zero Liquid Discharge (ZLD) system at its corporate office in New Delhi. Under this system, all wastewater generated is treated through Sewage Treatment Plant (STP), and the same is reused in flushing and horticulture work.

**6. Please provide details of air emissions (other than GHG emissions) by the entity**

Parameter	Please specify unit	FY 2024-25	FY 2023-24
NOx	µg/m <sup>3</sup>	21.80	29.50
SOx	µg/m <sup>3</sup>	13.26	25.10
Particulate matter (PM)	µg/m <sup>3</sup>	101.95	103.42
Persistent organic pollutants (POP)		-	-
Volatile organic compounds (VOC)		-	-
Hazardous air pollutants (HAP)		-	-
Others – please specify		-	-

**Note: Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.**

No assurance by an external agency

**7. Provide details of greenhouse gas emissions (Scope 1 and Scope 2 emissions) & its intensity**

Parameter	Unit	FY 2024-25	FY 2023-24
<b>Total Scope 1 emissions</b> (Break-up of the GHG into CO <sub>2</sub> , CH <sub>4</sub> , N <sub>2</sub> O, HFCs, PFCs, SF <sub>6</sub> , NF <sub>3</sub> , if available)	Metric tonnes of CO <sub>2</sub> equivalent	52849.92	88232.94
<b>Total Scope 2 emissions</b> (Break-up of the GHG into CO <sub>2</sub> , CH <sub>4</sub> , N <sub>2</sub> O, HFCs, PFCs, SF <sub>6</sub> , NF <sub>3</sub> , if available)	Metric tonnes of CO <sub>2</sub> equivalent	6744.06	21835.88
<b>Total Scope 1 and Scope 2 emissions per rupee of turnover</b>		0.0000006	0.0000009
<b>Total Scope 1 and Scope 2 emission intensity</b> (optional) – the relevant metric may be selected by the entity		-	-
<b>Total Scope 1 and Scope 2 emission intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)*</b> (Total Scope 1 and Scope 2 GHG emissions/Revenue from operations adjusted for PPP)		4933.75	4810.28
<b>Total Scope 1 and Scope 2 emission intensity in terms of physical output.</b>		NA	NA

## BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

Parameter	Unit	FY 2024-25	FY 2023-24
-----------	------	------------	------------

**Note:** Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.

No assurance by an external agency

### 8. Does the entity have any project related to reducing Green House Gas emission? If Yes, then provide details.

IRCON is committed to reducing its Greenhouse Gas emissions through various innovation technologies i.e., use of New Track Laying & Linking Machine, etc., in the execution of works, which reduces overall greenhouse gas emissions. Furthermore, IRCON has been using renewable energy at its corporate office.

### 9. Provide details related to waste management by the entity

Parameter	FY 2024-25	FY 2023-24
-----------	------------	------------

#### Total Waste generated (in metric tons)

Plastic waste (A)		
E-waste (B)	0.3	1
Bio-medical waste (C)		
Construction and demolition waste (D)	9	0.56
Battery waste (E)	0.26	0.43
Radioactive waste (F)		
Other Hazardous waste. Please specify, if any. (G)		
Other Non-hazardous waste generated (H). Please specify, if any. (Break-up by composition i.e. by materials relevant to the sector)		
Paper, Cardboard Waste	1.5	1.5
Ply Wood	5	1.0
<b>Total (A+ B + C + D + E + F + G + H)</b>	<b>16.06</b>	<b>4.49</b>
<b>Waste intensity per rupee of turnover</b> (Total waste generated / Revenue from operations)	<b>15.75 MT/Cr INR</b>	<b>3.575 MT/Cr INR</b>
<b>Waste intensity per rupee of turnover adjusted for Purchasing Power Parity (PPP)</b> (Total waste generated / Revenue from operations adjusted for PPP)	<b>0.656 MT/mn</b>	<b>0.196 MT/mn</b>
<b>Waste intensity in terms of physical output</b>	-	-
<b>Waste intensity</b> (optional) – the relevant metric may be selected by the entity	-	-

**For each category of waste generated, total waste recovered through recycling, re-using or other recovery operations (in metric tons)**

<b>Category of waste</b>		
(i) Recycled		
(ii) Re-used	0.96	2.93
(iii) Other recovery operations		
<b>Total</b>	<b>0.96</b>	<b>2.93</b>

**For each category of waste generated, total waste disposed by nature of disposal method (in metric tons)**

<b>Category of waste</b>		
(i) Incineration		
(ii) Landfilling	15.1	1.56
(iii) Other disposal operations		
<b>Total</b>	<b>15.1</b>	<b>1.56</b>

**Indicate if any independent assessment/ evaluation/assurance has been carried out by an external agency? (Y/N) If yes, name of the external agency.**

No assurance by an external agency

## BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

10. Briefly describe the waste management practices adopted in your establishments. Describe the strategy adopted by your company to reduce usage of hazardous and toxic chemicals in your products and processes and the practices adopted to manage such wastes.

IRCON is committed to minimizing environmental impact by adopting practices focused on optimal resource use, waste segregation, recycling, and responsible disposal of hazardous materials. The company operates a fully functional water treatment plant at its corporate office to ensure proper treatment of wastewater before discharge. Continuous improvement and strict regulatory compliance are central to IRCON's approach, underscoring its dedication to sustainability and safety.

11. If the entity has operations/offices in/around ecologically sensitive areas (such as national parks, wildlife sanctuaries, biosphere reserves, wetlands, biodiversity hotspots, forests, coastal regulation zones etc.) where environmental approvals / clearances are required

Location of operations/offices	Type of operations	Whether the conditions of environmental approval / clearance are being complied with? (Y/N) If no, the reasons thereof and corrective action taken, if any
--------------------------------	--------------------	--

Not Applicable

12. Details of environmental impact assessments of projects undertaken by the entity based on applicable laws, in the current financial year

Name and brief details of project	EIA Notification No.	Date	Whether conducted by independent external agency (Yes/No)	Results communicated in public domain (Yes/No)	Relevant Web link
-----------------------------------	----------------------	------	---	--	-------------------

EIA of projects have been done before awarding of project to IRCON. EIA related monitoring has been done by IRCON during the execution of work, as per the frequency defined.

13. entity compliant with the applicable environmental law/ regulations/ guidelines in India; such as the Water (Prevention and Control of Pollution) Act, Air (Prevention and Control of Pollution) Act, and Environment protection act and rules thereunder (Y/N). If not, provide details of all such non-compliances.

Specify the law/regulation /guidelines which was not complied with	Provide details of the non-compliance	Any fines/penalties/action taken by regulatory agencies such as pollution control boards or by courts	Corrective action taken, if any
--	---------------------------------------	---	---------------------------------

Nil

### Leadership Indicators

1. Does the entity have a business continuity and disaster management plan? Give details in 100 words/ web link.

Yes, IRCON has a robust Disaster Management Plan for its corporate office, aligned with statutory requirements and best practices (ISO 45001). The plan encompasses risk assessment, prevention, preparedness, response, and recovery for natural (floods, earthquakes) and man-made (fire, terrorism) disasters. It details emergency response teams, evacuation—including for persons with restricted mobility—resource inventories, and regular mock drills. Command structures and communication protocols are clearly defined to ensure coordinated action and minimal operational disruption. The plan is periodically reviewed and updated, with ongoing training to maintain high readiness.

## BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

**Principle 7: Businesses, when engaging in influencing public and regulatory policy, should do in a manner that is responsible and transparent**

### Essential Indicators

1. a. Number of affiliations with trade and industry chambers/ associations **6**
- b. List the top 10 trade and industry chambers/ associations (determined based on the total members of such body) the entity is a member of/ affiliated to.

S. No.	Name of the trade and industry chambers/ Associations	Reach of trade and industry chambers/ associations (State/national)
1	Confederation of Indian Industry (CII) Northern Region	National
2	National Real Estate Development Council (NAREDCO)	National
3	PHD Chamber of Commerce & Industry (PHDCCI)	National
4	Standing Conference of Public Enterprises (SCOPE)	National
5	Project Export Promotion Council of India (PEPC)	National
6	National Highways Builders Federation of India (NHBFI)	National

2. Provide details of corrective action taken or underway on any issues related to anti- competitive conduct by the entity, based on adverse orders from regulatory authorities.

Name of authority	Brief of the case	Corrective action taken
NIL		

**Principle 8: Businesses should promote inclusive growth and equitable development**

### Essential Indicators

1. Details of social impact assessments (SIA) of projects undertaken by the entity based on applicable laws, in the current financial year

Name and brief details of project	SIA Notification No.	Date of notification	Whether conducted by independent external agency (Yes / No)	Results communicated in public domain (Yes / No)	Relevant Web link
SIA of projects have been done before the awarding of project to IRCON.					

2. Provide information on project(s) for which ongoing rehabilitation and resettlement (R&R) is being undertaken by your entity

Name of Project for which R&R is ongoing	State	District	No. of Project Affected Families (PAFs)	% of PAFs covered by R&R	Amounts paid to PAFs in the FY (In INR)
Not Applicable					

3. Describe the mechanisms to receive and redress grievances of the community

CPGRAMS, the Centralized Public Grievance Redress and Monitoring System, is a key initiative by the Indian central government to improve governance through efficient resolution of public grievances. IRCON uses this online platform to promptly address community grievances, monitor their status, and ensure each case is thoroughly reviewed by the relevant department. Timely and appropriate actions are taken to resolve issues, reflecting IRCON's commitment to responsive and effective public engagement via the CPGRAMS portal.

4. Percentage of input material (inputs to total inputs by value) sourced from suppliers

Particulars	FY 2024-25	FY 2023-24
Directly sourced from MSMEs/ small producers	26.56%	59.39%
Sourced directly from within the district and neighboring district	NA	NA



## BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

5. Job creation in smaller towns – Disclose wages paid to persons employed (including employees or workers employed on a permanent or non-permanent / on contract basis) in the following locations, as % of total wage cost

Location	FY 2024-25	FY 2023-24
Rural	0%	0.5%
Semi-urban	0.08%	0.2%
Urban	0.61%	5.70%
Metropolitan	1.38%	2.60%

### Leadership Indicators

1. Provide details of actions taken to mitigate any negative social impacts identified in the social impact assessments

Details of negative social impact identified	Corrective action taken
Not Applicable, as SIA of projects have been done before the awarding of project to IRCON	

2. Provide the following information on CSR projects undertaken by your entity in designated aspirational districts as identified by government bodies

S. No	State	Aspirational District	Amount spent in INR
1	Assam	Barpeta	3137000
2	Chhattisgarh	Korba	2832000
2	Haryana	Mewat	2256000
3	Jammu & Kashmir	Kupwara	2500000
5	Jammu & Kashmir	Baramulla	2000000
6	Madhya Pradesh	Chattarpur	1500000
7	Odisha	Kalahandi	3000000
8	Odisha	Raygada	2058000
9	Rajasthan	Jaisalmer	3701000
10	Rajasthan	Karauli	876000
11	Rajasthan	Dholpur	1800000
12	Rajasthan	Baran	1175000
13	Uttar Pradesh	Chitrakoot	11951000
14	Uttar Pradesh	Baharich	1747000
15	Uttarakhand	Udham Singh Nagar	5739000

3. a. Do you have a preferential procurement policy where you give preference to purchase from suppliers comprising marginalized /vulnerable groups? (Yes/No)

Yes.

- b. From which marginalized /vulnerable groups do you procure?

Procurement is done from MSE owned by SC/ST and Women Entrepreneurs.

- c. What percentage of total procurement (by value) does it constitute?

3.67%

## BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

### 4. Details of the benefits derived and shared from the intellectual properties owned or acquired by your entity (in the current financial year), based on traditional knowledge

Intellectual Property based on traditional knowledge	Owned/ Acquired (Yes/No)	Benefit shared (Yes / No)	Basis of calculating benefit share
--	--------------------------	---------------------------	------------------------------------

Not Applicable

### 5. Details of corrective actions taken or underway, based on any adverse order in intellectual property related disputes wherein usage of traditional knowledge is involved.

Name of authority	Brief of the Case	Corrective action taken
-------------------	-------------------	-------------------------

Not Applicable

### 6. Details of beneficiaries of CSR Projects

S. No.	CSR Project	% of beneficiaries from vulnerable and marginalized groups	
1	Providing education through 113 EKAL Vidyalayas in Dharmanagar district of Tripura by M/s Friends of Tribal Society.	400	100.00%
2	Supporting by promoting pre-primary Education of around 160 underprivileged children in Nangloi, Delhi other such locations by M/s Godhuli(1 Year Activity)	160	100.00%
3	Skill development training for 145 women in Khora Colony Ghaziabad by M/s BSGSS.(1 Year Activity)	145	100.00%
4	Providing quality education to 150 tribal student of Bhubaneswar, Orissa by M/s Kalinga.(1 Year Activity)	150	100.00%
5	Providing skill development training to 80 women's of Chitrkoot district Uttar Pradesh by M/s Matribhoomi Vikas Parishad	80	100.00%
6	Construction of two sheds in East Champaran district(Motihari) of Bihar by M/s Kaushalya Foundation	100	100.00%
7	Providing Skill training / income generation program for 300 poor women at Supaul district bihar by M/s Bhartiya Navdeep Samiti (BNS)	300	100.00%
8	Distribution of 40 Thella Cart to unemployed poor persons for Chitrakoot, Uttar Pradesh	40	100.00%
9	Installation of 4 Mini Science centre in 4 Govt Schools at Udham Singh Nagar district of Utrakhnad	687	100.00%
10	Proposal on Self-Defence Training to empower & self-protection with the distribution of Nirbhaya Defence Kit and T-shirts to 500 girls in Government schools, colleges, Universities in the Korba district of Chhattisgarh by M/s Sports, Physical Education, Fitness & Leisure Skills Council (SPEFL-SC)	500	100.00%
11	Skill development training to 110 underprivileged girls in 3 trades like web designing, Digital Marketing, Beauty & Wellness at Rawatsar Block of Rajasthan by M/s Anmol Multipurpose activities and Social Services Society	110	100.00%
12	Knowledge on Wheels program(Library Programme) at Palghar district of Maharashtra by M/s Keshav Shrusthi.	813	100.00%
13	Project NEEV for Building Moral and educational fundamentals of more than 200 kids and requested for learning space, Smart Board,Furniture,Setting up of Class rooms, Rent, Transportation, Fooding,Stationery,Aarogram,Misc by M/s Khwaahish	200	100.00%

## BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

S. No.	CSR Project	% of beneficiaries from vulnerable and marginalized groups	
14	Continue supporting and promoting pre-primary education for approximately 160 underprivileged children in Nangloi, Delhi, and other similar locations by M/s Godhuli	160	100.00%
15	Provide 2 hours of after-school education to the underprivileged children a supportive and learning environment for the holistic development of a minimum of 200 Children at East Godavari, Andhra Pradesh by M/s Pragathi Association for Rural Development	200	100.00%
16	Installation 5 Mini Science Centre set up in 5 Government Schools at Patna District of Bihar by M/s Aroh Foundation	3958	100.00%
17	Providing quality education to 150 tribal student of Bhubaneswar, Orissa by M/s Kalinga Institute of Social Sciences (KISS)	150	100.00%
18	Proposal for awareness programme for cleanliness of Yamuna river through conducting different types of Nukkad Natak, Really, quiz Competition, cultural events at New Delhi by M/s DRAUPDI.	25000	100.00%
19	Proposal for learning enhancement in 5 Govt. Primary schools by renovation and providing furniture, Smart Board and other equipment for children's at Udham Singh Nagar of Uttarakhand by M/s WARDS	3000	100.00%
20	Proposal – Chalo School Kit Distribution for Rural 10,000 School Kids in West Champaran, Bihar by M/s Akhandjyoti Foundation.	10,250	100.00%
21	Proposal for Farmers' Awareness Program to promote the adoption of organic farming a cost-effective, chemical-free, and environmentally friendly technology to increase farmers' income at Newada, Kaushambi, UP by M/s Shri Ganeshdeen Shiksha Samiti	500	100.00%
22	IRCON-supported vocational training programme for women in Khora Colony, Dist. Ghaziabad by M/s Bisnouli Sarvodaya Gramodyog Sewa Sansthan (BSGSS)	290	100.00%
23	Techno-Entrepreneurship Training Program for 100 Underprivileged Students under CSR Program at IIT Delhi Sonipat Camps by I-Hub Foundation for Robotics (IHFC)	50	100.00%
24	Request for 1 Solar Plant of 20 KVA at Old Age Home Gurgaon, Haryana by M/s The Earth Saviours Foundation	1500	100.00%
25	Providing 1 Walk in Freezer at Rajiv Gandhi Hospital Shadhra, New Delhi	Not Quantifiable	Not Quantifiable
26	Installation of Sanitary Napkin Dispensing Machines and incinerators for providing of free Sanitary Napkins at 2 Girls Schools in location of Jaisalmer district of Rajasthan by M/s Women Children Welfare and Rural Development Society. (1 Year Activity)	1900	100.00%
27	Providing Nutrition food to 50 underprivileged children's at Valsad District Gujarat by M/s Swadhyay Mandal.	50	100.00%
28	Providing Nutritious food to visually impaired girls at Bundelkhand, UP by M/s DRISHTI	2000	100.00%
29	Tribal Health Improvement Programme at Chitrakoot district of Uttar Pradesh by M/s Mahila Jagrati Mandal.	1000	100.00%
30	Proposal for Setting up a Jan Arogyam Kendra at Meerut District Uttar Pradesh by M/s BSGSS. (1 Year Activity)	1000	100.00%

## BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

S. No.	CSR Project	% of beneficiaries from vulnerable and marginalized groups	
31	Providing Nutritional suppliments and development of 4 Anganwadi centers at Siwan district of Bihar by M/s Matrix society for social services	5000	100.00%
32	Distribution of first aid Box & First AID training camps in Pauri district of Utrakhand by M/s Futureicons Foundation	1500	100.00%
33	Distribution and training on First-Aid skill training to the SC and ST women of Morigiaon Dist Assam by M/s North Eastern Development Council for Human Resource	350	100.00%
34	Construction of Primary Health Care Centre at kapsiyama Village Hilsa Block,Nlaanda district of Bihar by M/s Women Entrepreneurs Association.	700	100.00%
35	Providing awareness on malnutrition and anaemia to specially to pregnant women's and also provision of Kitchen gardens by M/S PPHF	2000	100.00%
36	Providing Sanitary Napkins to 3000 girls, distributing Nutritional Supplements tablets to 2500 girls and distribution of 4000 shalls to deprived mothers and also conducting 10 health check ups camps in 10 schools in Dholpur district Rajasthan by M/s WARDS	1000	100.00%
37	Providing health services through setting up a Jan Arogyam Community Healthcare at Karauli District District Bharatpur Division Rajasthan by M/s BSGSS.	1200	100.00%
38	Providing Health services by Distribution of Nutritional supplements to 500 children's and conducting Anaemia prevention camps for girls at Kaushabhi district Uttar Pradesh by M/s GANESHDEEN	500	100.00%
39	Proposal for Mobile Health and Nutrition Care Unit for SC ST Peoples at Aspirational District Barpeta, Assam by M/s North Eastern Development Council for Human Resource.	8250	100.00%
40	Proposal for Setting up a Jan Arogyam Kendra at Kanwarsikha village district Nuh Haryana by M/s BSGSS.	17856	100.00%
41	Running of Vision Centre (Primary Eye Care Facility) under this project providing 8000 OpD services and free cataract surgery for 200 and distribution of 240 eye glasses to students at Jaisalmer District Rajasthan by M/s PCB Trust.	8000	100.00%
42	Supporting the project "Arogya Resource Centre and Telemedicine (TEA) in 2 Sanchs located in state of Assam and Tripura by M/s Arogya Foundation of India	30,000	100.00%
43	Request for Organising 7 Medical Camps for distribution Medicines and Health Check Up for underprivileged peoples of Aspirational district Baharich, Uttar Pradesh by M/s Grameen Evam Shahri Welfare Sansthan	7811	100.00%
44	Project for Health oriented funding of "Ashraya" home for the destitute most of these women are mentally disturbed by different types of capex at Farukhnagar Gurgaon by M/s Sisters of the Destitute Manav Seva Society	40	100.00%
45	Proposal for Distribution of Sanitary pads & medicine health awareness program for 50 girls school (High School and Intermediate level) at Dist Raebareli UP by M/s World Welfare Organization	7500	100.00%



## BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

S. No.	CSR Project	% of beneficiaries from vulnerable and marginalized groups	
46	Proposal for Conducting 5 Medical Camps for 10 Villages of Pratapgarh district of Uttar Pradesh by M/s Jai Ghushmeshwar Lok Sewa Sansthan	1000	100.00%
47	Eye check-up camp and distribution of spectacles/required medicines to the 6000 people of SC/backward/poor sections at remote areas of aspirational district Chitrakoot, UP by M/s by M/s Bhartiya Nav Nirman Sansthan	6000	100.00%
48	Providing CSR funds for distribution of 225 Wheelchair in Mangolpuri, New Delhi by M/s Bhartiya Sarw Samaj Mahasangh (BSSM India)	225	100.00%
49	Installation of 2 drinking water machines in Haridwar in Uttarakhand by M/s Pecific Creative Society	Not Quantifiable	Not Quantifiable
50	Proposal for Health Awareness Camps (Health Mela) to protect poor people from chronic diseases like cancer, TB, and diabetes, and to provide referral services for serious patients through 1 ambulance services. Chitrakoot, Bundelkhand, Uttar Pradesh by M/s Matribhoomi Vikas Parishad	500	100.00%
51	Promoting Health by Sponsorship of 100 nos. Cleft surgeries to children and young adults in Aspirational district Assam and Meghalaya by M/s Mission Smile	100	100.00%
52	Installation of 25 Sanitary Pad and 25 Vending Machines and Incinerators for Girls in 25 Government Schools in the Aspirational District of Kupwara, Jammu & Kashmir by M/s Manav Vikas Sanstha	4000	100.00%
53	Proposal for Undertaking Activities Relating to Health, Nutrition, and Skill Development of Rishikumars: Food Expenses for Rishikumars (Students) by M/s SWADHYAY MANDAL	100	100.00%
54	Provision for a Health Care Centre to provide facilities for children mostly from the BPL sector at Delhi by M/s Society for the Rehabilitation of Physically Handicapped & Mentally Backward SRPM	400	100.00%
55	Requirement is to install 5 solar R.O water coolers at 5 schools in Kalahandi, Odisha by M/s Manorath Foundation	1000	100.00%
56	Screening of Cervical Cancer and Nutritional Deficiencies for Approximately 300 Women from Underprivileged Societies in Delhi/NCR by M/s Savera Foundation Trust (SFT)	300	100.00%
57	Proposal for home based palliative care of people living with cancer in Gurugram dist. Haryana by M/s CAN SUPPORT	235	100.00%
58	Construction of High School Toilets 8Urinal 2WC sheet for Boys and Girls at Nalanda dist Bihar by M/s Shri Gyan Gangotri Vikas Sanstha	500	100.00%
59	Distribution of 25 Motorised Tricycles to persons with Disabilities under the CSR Initiative by M/s National Divyangjan Finance and Development Corporation (NDFDC)	25	100.00%
60	Proposal on "Tribal Health Improvement Programme" for Manikpur (Chitrakoot), Uttar Pradesh, including the distribution of 200 cycles per year to underprivileged girls by M/s Mahila Jagriti Manadal.	200	100.00%

## BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

S. No.	CSR Project	% of beneficiaries from vulnerable and marginalized groups	
61	Project Proposal: Women's Right to a Healthy Life to inform 500 pregnant women about malnutrition and anemia, provide necessary medicines at Chattarpur Madhya Pradesh by M/s Muskan Soni Foundation	500	100.00%
62	The Hunger Project (Sai Ki Rasoi) to provide healthy and nutritious food to school-going girls and to support underprivileged communities at Patna district of Bihar by M/s NAV ASTITWA FOUNDATION	200	100.00%
63	Providing Employment to Rural Women by Establishing a Provision for Hygienic, Cost-Effective Sanitary Napkins. With the above infrastructure and provisions for raw materials and wages, the agency manufactures an average of 40,000 napkins per month at Baramulla Jammu & Kashmir by M/s Vatsalya Foundation	1000	100.00%
64	Proposal for Health and Nutrition Awareness and Distribution of Nutritious Food to Needy Women in the Largest Slum of Bhubaneswar, Odisha by M/s Parichay Foundation.	1,50,000	100.00%
65	Setting up of Block Primary Health Unit at Rambhi, Kalimpong by Sivok Rangpo Office	Not Quantifiable	Not Quantifiable

### Principle 9: Businesses should engage with and provide value to their consumers in a responsible manner

#### Essential Indicators

##### 1. Describe the mechanisms in place to receive and respond to consumer complaints and feedback

Not Applicable

##### 2. Turnover of products and/ services as a percentage of turnover from all products/service that carry information about

	As a percentage to total turnover
Environmental and social parameters relevant to the product	NIL
Safe and responsible usage	NIL
Recycling and/or safe disposal	NIL

##### 3. Number of consumer complaints

	FY 2024-25			FY 2023-24		
	Received during the year	Pending resolution at end of year	Remarks	Received during the year	Pending resolution at end of year	Remarks
Data privacy	NIL	NIL		NIL	NIL	
Advertising	NIL	NIL		NIL	NIL	
Cyber-security	NIL	NIL		NIL	NIL	
Delivery of essential services	NIL	NIL		NIL	NIL	
Restrictive Trade Practices	NIL	NIL		NIL	NIL	
Unfair Trade Practices	NIL	NIL		NIL	NIL	
Other	NIL	NIL		NIL	NIL	

## BUSINESS RESPONSIBILITY AND SUSTAINABILITY REPORT

### 4. Details of instances of product recalls on account of safety issues

	Number	Reasons for recall
Voluntary recalls	NIL	NA
Forced recalls	NIL	NA

### 5. Does the entity have a framework/ policy on cyber security and risks related to data privacy? (Yes/No) If available, provide a web-link of the policy.

Yes, IRCON has a comprehensive framework and a dedicated policy for managing cyber security and data privacy risks. The policy outlines different categories of cyber incidents, assigns associated roles and responsibilities, and establishes procedures for identifying, exchanging information about, responding to, and remediating malicious cyber incidents that could impact critical business functions and processes. The framework emphasizes the need for a coordinated and thorough approach to address cyber security incidents and breaches.

IRCON's policy is based on the 'Cyber Crisis Management Plan for countering cyber-attacks and cyber terrorism' developed by CERT-In, MeitY, Government of India. This plan recognizes the evolving nature of cyber threats, including the emergence of new vulnerabilities that require regular policy updates and response strategies. It includes regular assessments of threats and risks to critical business functions and services, and it determines suitable response and mitigation measures accordingly. The policy covers all organizational units within IRCON, such as corporate offices, regional offices, and project offices, and extends to key business functions like finance, accounts, human resources, operations, procurement, plant maintenance, contract management, and IT.

Additionally, IRCON follows the Railway Board's IT Security Policy to further strengthen its cyber security framework.

For more details, the policy can be accessed at:

[https://www.ircon.org/images/file/cosecy/IRCON-Data\\_Privacy\\_Policy\\_V2.pdf](https://www.ircon.org/images/file/cosecy/IRCON-Data_Privacy_Policy_V2.pdf)

### 6. Provide details of any corrective actions taken or underway on issues relating to advertising, and delivery of essential services; cyber security and data privacy of customers; re-occurrence of instances of product recalls; penalty / action taken by regulatory authorities on safety of products / services.

- Issues relating to advertising – NIL
- Delivery of essential services – NA
- Cyber security and data privacy of customers- NIL
- Re-occurrence of instances of product recalls – NA
- Penalty / action taken by regulatory authorities on safety of products / services – NIL

### 7. Provide the following information relating to data breaches:

a. Number of instances of data breaches	NIL
b. Percentage of data breaches involving personally identifiable information of customers	NIL
c. Impact, if any, of the data breaches	NIL

For and on behalf of the Board of Directors

Sd/-

(Hari Mohan Gupta)

Chairman & Managing Director & CEO  
(DIN: 08453476)

Date: August 21, 2025

Place: New Delhi

# ANNUAL REPORT ON CSR & SUSTAINABILITY

## 1. BRIEF OUTLINE OF THE CSR & SUSTAINABILITY POLICY OF THE COMPANY.

The Company has adopted a Corporate Social Responsibility and Sustainability Policy (CSR Policy) that is aligned with its corporate vision and the applicable regulatory framework. The policy outlines the principles, structures, and processes for the planning, approval, implementation, monitoring, and evaluation of CSR activities.

In line with the guidelines issued by the Department of Public Enterprises (DPE) vide Office Memorandum dated December 10, 2018, and the update dated March 15, 2024, all Central Public Sector Enterprises (CPSEs) are required to follow a theme based approach to CSR. As per these guidelines, at least 60% of the annual CSR budget is to be allocated to the identified common theme, with preference given to projects in Aspirational Districts as notified by NITI Aayog.

For the financial year 2024-25, the DPE designated "Health & Nutrition" as the common theme for CSR activities. In compliance with the directive, the Company allocated 64% of its total CSR expenditure toward activities aligned with this theme.

The CSR Committee of the Board is responsible for reviewing and approving CSR proposals submitted by the Project Implementation Unit (PIU)-level CSR Committees. These projects are executed through eligible Non Governmental Organizations (NGOs) and specialized agencies that are registered with the Ministry of Corporate Affairs (MCA) and possess a valid CSR Registration Number, as per statutory requirements.

The PIU level Committees are also actively involved in project-level monitoring and provide regular updates to ensure effective implementation. Additionally, wherever applicable, the Company has engaged independent external agencies to carry out impact assessment studies in accordance with Rule 8 of the

Companies (CSR Policy) Rules, 2014, as amended.

During the financial year 2024-25, the Company spent a total of ₹14.15 crore on CSR activities against the allocated budget of ₹14.13 crore, thereby fulfilling the obligations under Section 135 of the Companies Act, 2013.

CSR activities were undertaken across 15 Aspirational Districts, covering a wide range of interventions, including but not limited to:

- i. Provision of ambulances at the village level
- ii. Installation of drinking water facilities and solar power systems in schools and public spaces
- iii. Implementation of Techno-Entrepreneurship training programs for economically weaker sections
- iv. Promotion of organic farming practices
- v. Skill development programs for underprivileged girls in areas such as web design, digital marketing, and beauty and wellness
- vi. Awareness campaigns on Yamuna River cleanliness
- vii. Provision of self-defense training and distribution of wheelchairs

Further, under the health and nutrition theme, the Company undertook the following key initiatives:

- i. Distribution of sanitary napkins to adolescent girls in government schools
- ii. Supply of nutritional supplements to Anganwadi Centres
- iii. Conducting of cervical cancer screening camps, nutritional and eye health check-ups, and distribution of spectacles
- iv. Organization of free OPD services, cataract surgeries, and other medical camps

The Company remains committed to executing CSR projects that generate measurable social impact, in alignment with national priorities, statutory provisions, and stakeholder expectations.



# ANNUAL REPORT ON CSR SUSTAINABILITY

## 2. COMPOSITION OF CSR COMMITTEE:

S. No.	Name of CSR Committee members	Designation	Date of appointment	Date of cessation
1.	Smt. Ranjana Upadhyay	Chairperson	18-11-2021	08-11-2024
2.	Shri Dhananjaya Singh	Member	01-08-2022	06-11-2024
3.	Shri Parag Verma*	Member	01-01-2023	-
4.	Shri Kartik Chandulal Bhadra	Chairman	09-11-2024	28-12-2024
5.	Shri Anupum Singh	Member	09-11-2024	-
6.	Shri Anand Bhatia**	Chairman	04-02-2025	-

\*Shri Parag Verma ceased to be the member of the committee (w.e.f 30-04-2025)

\*\* Shri Anand Bhatia ceased to be Chairman of the Committee (w.e.f. 15-05-2025)

Smt. Ragini Advani was nominated as Member of the CSR Committee w.e.f. 09-05-2025 and designated as Chairperson of the Committee (w.e.f. 15-05-2025)

Shri T. Varadharajan appointed as member of the Committee (w.e.f. 15-05-2025)

During the financial year 2024-25, the Corporate Social Responsibility (CSR) Committee met four times to review, evaluate, and approve CSR proposals and monitor ongoing initiatives. The meetings were held on the following dates:-

- 7<sup>th</sup> June, 2024
- 6<sup>th</sup> August, 2024
- 10<sup>th</sup> February, 2025 and
- 18<sup>th</sup> March, 2025

The details of attendance at the above meetings are as follows:

Name of Member	Meeting Date				Total meetings held during the tenure	No. of meetings attended
	7 <sup>th</sup> June, 2024	6 <sup>th</sup> August, 2024	10 <sup>th</sup> February, 2025	18 <sup>th</sup> March, 2025		
Smt. Ranjana Upadhyay	Yes	Yes	N.A.	N.A.	2	2
Shi Dhananjaya Singh	No	Yes	N.A.	N.A.	2	1
Shri Parag Verma	Yes	Yes	Yes	Yes	4	4
Dr. Kartik Chandulal Bhadra	N.A.	N.A.	N.A.	N.A.	0	0
Shri Anupum Singh	N.A.	N.A.	Yes	Yes	2	2
Shri Anand Bhatia	N.A.	N.A.	Yes	Yes	2	2

- The web-link where Composition of CSR committee, CSR Policy and CSR projects approved by the board are disclosed on the website of the company.

These can be accessed at the following web link:

- CSR committee: [https://ircon.org/index.php?option=com\\_content&view=article&id=209&Itemid=604&lang=en](https://ircon.org/index.php?option=com_content&view=article&id=209&Itemid=604&lang=en)
- CSR Policy: <https://ircon.org/images/file/cosecy/UpdatedCSRPolicyjune2024.pdf>
- CSR projects: <https://ircon.org/images/file/cosecy/Quarter2result1.pdf>

- The execute summary along with web-link(s) of Impact assessment of CSR projects carried out in pursuance of sub-rule (3) of rule 8, if applicable.

Not applicable for the financial year 2024-25 as there are no CSR projects having outlays of one crore rupees or more and which have been completed not less than one year before undertaking the impact study.

- (a) Average net profit of the company as per sub-section (5) of section 135: **₹7,06,27,39,783/-**

(b) Two percent of average net profit of the company as per section 135(5): **₹14,12,54,796/-**

(c) Surplus arising out of the CSR projects or programs or activities of the previous financial years: Nil

## ANNUAL REPORT ON CSR SUSTAINABILITY

(d) Amount required to be set off for the financial year, if any: Nil

(e) Total CSR obligation for the financial year [(b)+(c)- (d)]: **₹14,12,54,796/-**

6. (in ₹)

(a) Amount spent on CSR Projects (both Ongoing Projects and other than Ongoing Projects):	<b>13,92,23,804</b>
(b) Amount spent in Administrative Overheads:	<b>23,00,740</b>
(c) Amount spent on Impact Assessment, if applicable.:	<b>Nil</b>
(d) Total amount spent for the Financial Year [(a)+(b)+(c)]:	<b>14,15,24,544</b>

(e) CSR amount spent or unspent for the financial year:

Total Amount Spent for the Financial Year (in ₹)	Amount Unspent (in ₹)				
	Total Amount transferred to Unspent CSR Account as per sub-section (6) of section 135.		Amount transferred to any fund specified under Schedule VII as per second proviso to sub-section (5) of section 135.		
	Amount	Date of transfer	Name of the Fund	Amount	Date of transfer
11,90,21,777	2,25,02,767	24-04-2025	NIL	NIL	NIL

(f) Excess amount for set off, if any

(in ₹)

S. No.	Particular	Amount
(i)	Two percent of average net profit of the company as per section 135(5)	<b>14,12,54,796</b>
(ii)	Total amount spent for the Financial Year	<b>14,15,24,544</b>
(iii)	Excess amount spent for the financial year [(ii)-(i)]	<b>2,69,748</b>
(iv)	Surplus arising out of the CSR projects or programmes or activities of the previous financial years, if any	<b>0</b>
(v)	Amount available for set off in succeeding financial years [(iii)-(iv)]	<b>2,69,748*</b>

\*Amount of ₹2,69,748 is not being set off from the budget of CSR available for the FY2024-25.

7. Details of Unspent Corporate Social Responsibility amount for the preceding three Financial Years: Nil

8. Whether any capital assets have been created or acquired through Corporate Social Responsibility amount spent in the Financial Year:

Yes ☒ No

If yes, enter the number of Capital assets created/acquired: – **10 No. of assets has created.**

The details relating to capital asset(s) so created or acquired through Corporate Social Responsibility and amount spent in the Financial Year are **enclosed as Annexure -1.**

9. Specify the reason(s), if the company has failed to spend two per cent of the average net profit as per section 135(5).: Not Applicable

Sd/-  
**Shri Hari Mohan Gupta**  
Chairman and Managing Director  
(DIN 08453476)

Sd/-  
**Smt. Ragini Advani Anand**  
Director (Finance) & Chairperson,  
CSR & Sustainability Committee  
(DIN 09575213)

Date: August 06, 2025  
Place: New Delhi

Sl. No.	Short particulars of the property or asset(s) [including complete address and location of the property]	Pincode of the property or asset(s)	Date of creation	Amount spent in the current Financial Year (₹ In Lakhs)	Details of entity / Authority/beneficiary of the registered owner	
					CSR Registration Number, if applicable	Name Registered Address
1	Request for 1 Solar Plant of 20 KVA at Old Age Home Gurgaon, Haryana by M/s The Earth Saviours Foundation	110029	31.03.2025	12.50	CSR000002026	M/s The Earth Saviours Foundation B9, Taj Apartment, Near Safdarjung Hospital, Ring Road, New Delhi, DL07, DL, 110029
2	Providing 1 Walk in Freezer at Rajiv Gandhi Hospital Shadhra, New Delhi	110093	27.03.2025	29.90	NA	Rajiv Gandhi Hospital Shadhra, New Delhi Delhi-110093
3	Construction of Primary Health Care Centre at kapsiyama Village Hilsa Block, Nlaanda district of Bihar by M/s Women Entrepreneurs Association.	801302	27.11.2024	11.58	CSR000023453	M/s Women Entrepreneurs Association 16-20, Kasturi Devi Nagar, Pogathota Nellore, AP08, AP, 524001
4	Proposal for Mobile Health and Nutrition Care Unit for SC ST Peoples at Aspirational District Barpeta, Assam by M/s North Eastern Development Council for Human Resource.	781301	21.11.2024	31.37	CSR000021377	M/s North Eastern Development Council for Human Resource NIZ Dandua, P.O. Dandua, Morigaon, Assam-782105
5	Project for Health oriented funding of "Ashraya" home for the destitute most of these women are mentally disturbed by different types of capex at Farukhnagar Gurgaon by M/s Sisters of the Destitute Manav Seva Society	110029	04.02.2025	20.01	CSR000058870	M/s Sisters of the Destitute Manav Seva Society 2nd Floor, AC-7, Tagore Garden, New Delhi, DL09, DL, 110027
6	Installation of 2 drinking water machines in Dehradun in Uttarakhand by M/s Pacific Creative Society	248001	20.02.2025	12.30	CSR000004314	M/s Pacific Creative Society B-2/23 Safdarjung Enclave, New Delhi-110029
7	Proposal for Health Awareness Camps (Health Mela) to protect poor people from chronic diseases like cancer, TB, and diabetes, and to provide referral services for serious patients through 1 ambulance services. Chitrakoot, Bundelkhand, Uttar Pradesh by M/s Matribhoomi Vikas Parishad	210204	14.11.2025	30.00	CSR000031628	M/s Matribhoomi Vikas Parishad Village and Post-Mahila, Kaushambi, UP-212216
8	Requirement is to install 5 solar R.O water coolers at 5 schools in Kalahandi, Odisha by M/s Manorath Foundation	766001	20.03.2025	30.00	CSR000027964	M/s Manorath Foundation A-4/119, Second Floor, Asha Park, Shiv Mandir, Mandawali, DL02, DL, 110092
9	Construction of High School Toilets 8 Urinal 2WC sheet for Boys and Girls at Nalanda dist Bihar by M/s Shri Gyan Gangotri Vikas Sanstha	803111	10.03.2025	33.60	CSR000011956	M/s Shri Gyan Gangotri Vikas Sanstha B-70, Madhu Vihar, Uttam Nagar, New Delhi-110059
10	Distribution of 25 Motorised Tricycles to persons with Disabilities under the CSR Initiative by M/s National Divyangjan Finance and Development Corporation (NDFDC)	180004 / 390020	17.02.2025	16.50	CSR000002343	M/s National Divyangjan Finance and Development Corporation (NDFDC) (U/S.25) , Red Cross Bhavan, Sector-12, Faridabad, Haryana, 121007
<b>Total</b>				<b>227.76</b>		

## FORM-MR 3

### SECRETARIAL AUDIT REPORT FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2025

*[Pursuant to section 204(1) of the Companies Act, 2013 and rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]*

To  
The Members,  
Ircon International Limited ("the Company")  
Plot No. C - 4, District Centre Saket,  
New Delhi - 110017.

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **Ircon International Limited (CIN: L45203DL1976GOI008171)** (hereinafter called the 'Company'). Secretarial Audit was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

- A. Based on our verification of the Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers and authorized representatives during the conduct of secretarial audit, we hereby report that in our opinion, the Company has, during the audit period covering the financial year ended on 31<sup>st</sup> March, 2025 (Audit Period) complied with the statutory provisions listed hereunder and also that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:
- B. We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on 31<sup>st</sup> March 2025 according to the provisions of:
  - (i) The Companies Act, 2013 ('the Act') and the rules made thereunder;
  - (ii) The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
  - (iii) The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
  - (iv) Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings, to the extent applicable;
  - (v) The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'), to the extent applicable:
    - a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015 and Amendments thereof;
    - b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements), Regulations 2018, to the extent applicable;
    - c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and amendment thereof;
    - d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 and amendment thereof **(No such event during Audit Period)**;
    - e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 **(No such event during Audit Period)**;
    - f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 **(No such event during Audit Period)**;
    - g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and amendment thereof;
    - h) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 **(No such event during Audit Period)**;



- i) The Depositories Act, 1996 and the Regulations and Bye Laws framed there under to the extent of Regulation 76 of the Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018;
  - j) The Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulation, 1993 regarding the Companies Act, 2013 and dealing with the client to the extent of securities issued.
- (vi) Guidelines on Corporate Governance for Central Public Sector Enterprises (CPSEs), 2010 issued by Department of Public Enterprises ('DPE Guidelines').
- (vii) We further report that, having regards to the compliance system prevailing in the Company for the specifically applicable laws to the Company as identified by the Management, are being verified on the basis of periodic certificate under internal Compliance system submitted to the Board of Directors of the Company.
- C. We have also examined compliance with the applicable clauses of the following:
- (i) Secretarial Standards ('SS') with regard to Meetings of the Board of Directors (SS-1) and General Meetings (SS-2) issued by The Institute of Company Secretaries of India.
  - (ii) Listing Agreements entered by the Company with the National Stock Exchange of India Limited (NSE) and the BSE.
- D. During the period under review, the Company has generally complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned above subject to the following observations:
- i) *The composition of the Board was not in compliance with the provisions of Section 149(1) of the Act, Regulation 17(1)(a) of the SEBI (LODR), Clause 3.1.2 of DPE Guidelines during the period from 08.11.2024 till 31.03.2025. Further, the requirement under Regulation 17(1)(b) of the SEBI (LODR) and Clause 3.1.4 of DPE Guidelines were not met from 01.04.2024 till 31.03.2025. Also there was non-compliance with Regulation 17(1)(c) of the SEBI (LODR) during the period from 31.12.2024 till 03.02.2025.*  
*Due to the absence of Independent Directors, the Board meetings held on 11.02.2025 and 26.03.2025 were not in compliance with the quorum requirements prescribed under Regulation 17(2A) of the SEBI (LODR).*
  - ii) *The Audit Committee was not duly constituted in accordance with Section 177(2) of the Act, Regulations 18(1) of the SEBI (LODR), and Clause 4.1.1 of DPE Guidelines from 08.11.2024 till 31.03.2025, due to the absence of the required number of Independent Directors. There was also non-compliance with Clause 4.1.2 of DPE Guidelines from 28.12.2024 till 31.03.2025.*  
*Due to the absence of Independent Directors, the Audit Committee meetings held on 18.12.2024, 11.02.2025 and 26.03.2025, did not meet the quorum requirements as stipulated under Regulation 18(2)(b) of the SEBI LODR and Clause 4.4 of the DPE Guidelines.*
  - iii) *The Nomination and Remuneration Committee (NRC) was not properly constituted during the period from 08.11.2024 till 31.03.2025, thereby resulting in non-compliance with provisions of Section 178(1) of the Act, Regulations 19(1)(b) and 19(1)(c) of the SEBI (LODR) and Clause 5.1 of the DPE Guidelines. Further, there was non-compliance with Regulation 19(2) of the SEBI (LODR) during the period from 28.12.2024 to 31.03.2025. Due to the absence of Independent Directors, the NRC meeting held on 26.03.2025, did not meet the quorum requirements as stipulated under Regulation 19(2A) of the SEBI LODR.*
  - iv) *The Stakeholders Relationship Committee was not constituted in compliance with Regulation 20(2A) of the SEBI (LODR) Regulations, 2015, during the period from 28.12.2024 till 31.03.2025, due to the non-availability of non-executive/Independent Directors.*
  - v) *The Risk Management Committee was not compliant with Regulations 21(2) of the SEBI (LODR) Regulations, 2015, during the period from 28.12.2024 till 31.03.2025, as the prescribed composition could not be maintained.*
  - vi) *The Corporate Social Responsibility Committee was not constituted in accordance with the requirements of Section 135(1) of the Act, from 28.12.2024 till 31.03.2025, owing to the absence of requisite Independent Directors on the Board.*

As per the information and explanation provided by the management, the appointment of Directors, on the Board of the Company, is made by the Ministry of Railways ('Administrative Ministry'). The Company is regularly requesting the Administrative Ministry to appoint Independent Directors on the Board of the Company.

**E. We further report that**

- i) The Board of Directors of the Company is duly constituted with proper balance of Executive Directors and Non-Executive Directors *except as enumerated in para D(i) above regarding Independent Directors*. The changes in the composition of the Board of Directors that took place during the period under review were carried out in compliance with the provisions of the Act.
- ii) Adequate notice is given to all Directors to schedule the Board Meetings, agenda and detailed notes on agenda generally sent at least seven days in advance, besides in some cases of Board Meeting notice and agenda were circulated on shorter notice with the consent of Board of Directors, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- iii) All decisions at Board Meetings and Committee Meetings are carried out by majority as recorded in the minutes of the meetings of the Board of Directors or Committee of the Board, as the case may be.

**F. We further report that** based on the information provided and review of compliance reports taken on record by the Board of Directors of the Company, in our opinion, there are adequate systems and processes in the Company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

**G. We further report that** based on the information provided, there were no specific events/actions having a major bearing on the Company's affairs in pursuance of the above-mentioned laws during the audit period.

Note:

This report is to be read with our letter of even date which is annexed as "Annexure A" and forms an integral part of this report.

**For VAP & Associates  
Company Secretaries  
FRN: P2023UP098500  
Peer Review No: 1083/2021**

**Sd/-  
Parul Jain  
Managing Partner  
M. No. F8323  
C.P. No. 13901  
UDIN: F008323G000714886**

**Date: 04.07.2025  
Place: Ghaziabad**

## ANNEXURE TO SECRETARIAL AUDIT REPORT

**Annexure-'A'**

**To  
The Members,  
Ircan International Limited**

Our report of even date is to be read along with this letter.

1. Maintenance of secretarial record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial record. We believe that the process and practices, we followed provide a reasonable basis for our opinion.
3. The compliance of the provisions of corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test check basis.
4. Our Audit examination is restricted only upto legal compliances of the applicable laws to be done by the Company, we have not checked the practical aspects relating to the same.
5. We have not verified the correctness and appropriateness of financial records and Books of Accounts of the company as well as correctness of the values and figures reported in various disclosures and returns as required to be submitted by the Company under the specified laws, though we have relied to a certain extent on the information furnished in such returns.
6. The compliance by the Company of applicable financial laws such as direct and indirect tax laws has not been reviewed in this Audit since the same have been subject to review by statutory auditors and other designated professionals and the contents of this Report has to be read in conjunction with and not in isolation of the observations, if any, in the report(s) furnished/to be furnished by any other auditor(s)/agencies/authorities with respect to the Company.
7. Due to the inherent limitations of an audit including internal, financial, and operating controls, there is an unavoidable risk that some misstatements or material non compliances may not be detected, even though the audit is properly planned and performed in accordance with audit practices.
8. Wherever required, we have obtained the management representation about the compliance of laws, rules and regulations and happening of events, etc.
9. The Secretarial Audit Report is neither an assurance as to future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

**For VAP & Associates Company Secretaries**

FRN: P2023UP098500

Peer Review No: 1083/2021

**Sd/-**

**Parul Jain**

Managing Partner

M. No. F8323; C.P. No. 13901

UDIN: F008323G000714886

**Date: 04.07.2025**

**Place: Ghaziabad**

### REPLIES TO THE OBSERVATIONS CONTAINED IN THE SECRETARIAL AUDIT REPORT AND COMPLIANCE OF CONDITIONS OF CORPORATE GOVERNANCE FOR THE YEAR 2024-25

Sl. No	Observations contained in the Secretarial Audit Report 2024-25	Management Reply
1.	The composition of the Board was not in compliance with the provisions of Section 149(1) of the Act, Regulation 17(1)(a) of the SEBI (LODR), Clause 3.1.2 of DPE Guidelines during the period from 08.11.2024 till 31.03.2025. Further, the requirement under Regulation 17(1)(b) of the SEBI (LODR) and Clause 3.1.4 of DPE Guidelines were not met from 01.04.2024 till 31.03.2025. Also there was non-compliance with Regulation 17(1) (c) of the SEBI (LODR) during the period from 31.12.2024 till 03.02.2025.	Ircan International Limited (IRCON) is a Government Company as defined under provisions of Section 2(45) of the Companies Act 2013. As per the Articles of Association of IRCON, the President of India is vested with the power to appoint Directors (including Independent Directors/ Women Director) on the Board of the Company. All Directors in IRCON are appointed by the Government of India through its Administrative Ministry, Ministry of Railways (MOR); hence, IRCON has no role to play in the appointment of any Director (including Independent Director/ Woman Director) unless nominated by the Government.

Sl. No	Observations contained in the Secretarial Audit Report 2024-25	Management Reply
	<p>Due to the absence of Independent Directors, the Board meetings held on 11.02.2025 and 26.03.2025 were not in compliance with the quorum requirements prescribed under Regulation 17(2A) of the SEBI (LODR).</p>	<p>To comply with the statutory and regulatory requirement related to composition of the Board of Directors, IRCON has been regularly requesting MOR for appointment of requisite number of Independent Directors (including Woman Director) on the Board of IRCON to ensure compliances.</p> <p>Since, Chairman of IRCON is executive, considering the approved positions of executive and non-executive directors, 6 independent directors are required, in order to comply with the statutory requirements of composition of the Board of IRCON.</p> <p>Due to cessation of three Independent Directors on the Board of the Company w.e.f. 8<sup>th</sup> November, 2024 and one Independent Director on 28<sup>th</sup> December, 2024, there was no Independent Director on the Board of the Company as on 31<sup>st</sup> March, 2025.</p> <p>Subsequently, upon nomination by MOR, one Independent Director was appointed w.e.f 15<sup>th</sup> May, 2025 and accordingly the Board has re-constituted its Committees by induction of said Independent Director, as per legal requirement.</p> <p>Hence, the non-compliance related to composition of Board of Directors was due to non-appointment of Independent Directors by the Government of India and Company has no role to play in this matter.</p>
2.	<p>The Audit Committee was not duly constituted in accordance with Section 177(2) of the Act, Regulations 18(1) of the SEBI (LODR), and Clause 4.1.1 of DPE Guidelines from 08.11.2024 till 31.03.2025, due to the absence of the required number of Independent Directors. There was also non-compliance with Clause 4.1.2 of DPE Guidelines from 28.12.2024 till 31.03.2025.</p> <p>Due to the absence of Independent Directors, the Audit Committee meetings held on 18.12.2024, 11.02.2025 and 26.03.2025, did not meet the quorum requirements as stipulated under Regulation 18 (2)(b) of the SEBI LODR and Clause 4.4 of the DPE Guidelines.</p>	<p>Upto 8<sup>th</sup> November, 2024, the composition of Audit Committee was having two Independent Directors and thus was in compliance. However, consequent upon end of tenure of three Independent Directors on 8<sup>th</sup> November, 2024 and one Independent Director on 28<sup>th</sup> December, 2024, the Audit Committee was re-constituted with the available Directors on the Board of Directors of the Company. As on 31<sup>st</sup> March, 2025, Audit Committee does not have any Independent Director, in view of non-appointment of Independent Directors by the Govt. of India.</p> <p>To comply with the statutory and regulatory requirement related to composition of the Board of Directors and its Committees, IRCON has been regularly requesting MOR for appointment of requisite number of Independent Directors (including Woman Director) on the Board of IRCON to ensure compliances.</p>
3.	<p>The Nomination and Remuneration Committee (NRC) was not properly constituted during the period from 08.11.2024 till 31.03.2025, thereby resulting in non-compliance with provisions of Section 178(1) of the Act, Regulations 19(1) (b) and 19(1)(c) of the SEBI (LODR) and Clause 5.1 of the DPE Guidelines. Further, there was non-compliance with Regulation 19(2) of the SEBI (LODR) during the period from 28.12.2024 to 31.03.2025. Due to the absence of Independent Directors, the NRC meeting held on 26.03.2025, did not meet the quorum requirements as stipulated under Regulation 19(2A) of the SEBI LODR.</p>	<p>Upto 8<sup>th</sup> November, 2024, the composition of the Nomination and Remuneration Committee (NRC) was having 3 part-time directors including two Independent Directors and was in compliance. However, consequent upon end of tenure of three Independent Directors on 8<sup>th</sup> November, 2024 and one Independent Director on 28<sup>th</sup> December, 2024, the Nomination and Remuneration Committee was re-constituted with the available Directors on the Board of Directors of the Company. As on 31<sup>st</sup> March, 2025, NRC was comprising of three Non- Executive Directors and does not have any Independent Director, in view of non-appointment of Independent Directors by the Govt. of India.</p> <p>To comply with the statutory and regulatory requirement related to composition of the Board of Directors and its Committees, IRCON has been regularly requesting MOR for appointment of requisite number of Independent Directors (including Woman Director) on the Board of IRCON to ensure compliances.</p>



Sl. No	Observations contained in the Secretarial Audit Report 2024-25	Management Reply
4.	The Stakeholders Relationship Committee was not constituted in compliance with Regulation 20(2A) of the SEBI (LODR) Regulations, 2015, during the period from 28.12.2024 till 31.03.2025, due to the non-availability of non-executive/Independent Directors.	<p>Upto 28<sup>th</sup> December, 2024, the composition of the Stakeholders Relationship Committee was having 3 directors, including one Independent Director and was in compliance. However, consequent upon end of tenure of the remaining one Independent Director on 28<sup>th</sup> December, 2024, the Stakeholders Relationship Committee was re-constituted with the available Directors on the Board of Directors of the Company. As on 31<sup>st</sup> March, 2025, Stakeholders Relationship Committee was comprising of three Directors and does not have any Independent Director, in view of non-appointment of Independent Directors by the Govt. of India.</p> <p>To comply with the statutory and regulatory requirement related to composition of the Board of Directors and its Committees, IRCON has been regularly requesting MOR for appointment of requisite number of Independent Directors (including Woman Director) on the Board of IRCON to ensure compliances.</p>
5.	The Risk Management Committee was not compliant with Regulations 21(2) of the SEBI (LODR) Regulations, 2015, during the period from 28.12.2024 till 31.03.2025, as the prescribed composition could not be maintained.	<p>Upto 28<sup>th</sup> December, 2024, the composition of the Risk Management Committee was having 4 directors including one Independent Director and was in compliance. However, consequent upon end of tenure of remaining one Independent Director on 28<sup>th</sup> December, 2024, the Risk Management Committee was re-constituted with the available Directors on the Board of Directors of the Company. As on 31<sup>st</sup> March, 2025, Risk Management Committee was comprising of four Directors and does not have any Independent Director, in view of non-appointment of Independent Directors by the Govt. of India.</p> <p>To comply with the statutory and regulatory requirement related to composition of the Board of Directors and its Committees, IRCON has been regularly requesting MOR for appointment of requisite number of Independent Directors (including Woman Director) on the Board of IRCON to ensure compliances.</p>
6.	The Corporate Social Responsibility Committee was not constituted in accordance with the requirements of Section 135(1) of the Act, from 28.12.2024 till 31.03.2025, owing to the absence of requisite Independent Directors on the Board.	<p>Upto 28<sup>th</sup> December, 2024, the composition of Corporate Social Responsibility Committee was having 3 directors including one Independent Director and was in compliance. However, consequent upon end of tenure of remaining one Independent Director on 28<sup>th</sup> December, 2024, the Corporate Social Responsibility Committee was re-constituted with the available Directors on the Board of Directors of the Company. As on 31<sup>st</sup> March, 2025, Corporate Social Responsibility Committee was comprising of three Directors and does not have any Independent Director, in view of non-appointment of Independent Directors by the Govt. of India.</p> <p>To comply with the statutory and regulatory requirement related to composition of the Board of Directors and its Committees, IRCON has been regularly requesting MOR for appointment of requisite number of Independent Directors (including Woman Director) on the Board of IRCON to ensure compliances.</p>

**Best Regards**

Sd/-

**(Hari Mohan Gupta)**

Chairman & Managing Director & CEO  
(DIN: 08453476)

## FORM NO. AOC-2

**Form for disclosure of particulars of contracts / arrangements entered into by the Company with related parties referred to in Section 188 (1) of the Companies Act, 2013, including certain arms-length transactions under fourth proviso thereto**

[Pursuant to Section 134(3)(h) of the Companies Act, 2013, read with Rule 8(2) of the Companies (Accounts) Rules, 2014]

1. Details of contracts or arrangements or transactions not at arm's length basis : NIL
2. Details of material contracts or arrangements or transactions at arm's length basis : As follows

Sl. No.	Corporate Identity Number (CIN) & Name of the related party and nature of relationship	Nature of contracts / arrangements / transactions	Duration of contracts/ arrangements / transactions	Salient terms of contracts/ arrangements/ transactions, including actual/ expected contractual amount	Date of approval by the Board	Amount received/ paid as advances by IRCON, if any
1.	<b>Ircon Shivpuri Guna Tollway Limited (IrconSGTL)</b> A wholly owned subsidiary Company (CIN: U45400DL2015GOI280017)	Awarding of Engineering Procurement Construction (EPC) Agreement for Execution of four laning of Shivpuri-Guna section of NH-46 from Km 236.000 to Km 332.100 in the State of Madhya Pradesh- Stage-II to be executed on BOT (Toll) on DFBOT Pattern under NHDP Phase-IV (Stage-II) by IrconSGTL to IRCON.  Also, execution of Major Maintenance (Bituminous Overlay) and three years Routine Maintenance of Project Highway.	<b>Date:</b> EPC agreement dated 30.11.2015 & Addendum-I dated 18.03.2016 & Addendum-II dated 22.07.2016.  For Maintenance – LOA dated 22.06.2023.  <b>Duration:</b> 12 months from the letter of award or handing over of site, whichever is later.  For Maintenance - 12 months for major maintenance and 3 years for Routine maintenance. Extended upto 30.06.2025 for Major Maintenance.	<b>Consideration:</b> Actual cost plus 5% basis.  For Maintenance: ₹152.12 Crore.	Not Applicable	Advance received - Nil  Repayment of advance - ₹20.07 Crore
2.	<b>Ircon Davanagere Haveri Highway Limited (IrconDHHL)</b> A wholly owned subsidiary Company (CIN: U45500DL2017GOI317401)	Awarding of Engineering Procurement Construction (EPC) contract of Davanagere Haveri Highway Project from km 260+000 to km 338+923 of NH-48 (old NH-4) under Bharatmala Pariyojna in the State of Karnataka to IRCON.  Short-Term Routine Maintenance & Engineering Improvement of Davanagere - Haveri Section in the state of Karnataka.	<b>Date:</b> EPC Agreement dated 04.01.2018.  For Maintenance - LOA dt. 22.12.2023 and agreement dt. 07.03.2024.  <b>Duration:</b> Completion period is 30 months from Appointed date or handing over of land by IrconDHHL whichever is later. Further, EOT granted up to 31.10.2024 vide IrconDHHL letter dated 16.06.2023. Additionally the balance work in hindered land is yet to be completed for which Extension has been requested from the Authority/NHAI. Accordingly, EOT to IRCON shall be granted as per terms of EPC Agreement on back to back basis.  For Maintenance - Completion period is 02 years from the date of handing over of project site for O&M.	<b>Consideration:</b> ₹916.93 Crore plus GST  For Maintenance - ₹8.08 Crore plus 5% actual expenditure and GST.	Not Applicable	NIL

Sl. No.	Corporate Identity Number (CIN) & Name of the related party and nature of relationship	Nature of contracts / arrangements / transactions	Duration of contracts / arrangements / transactions	Salient terms of contracts / arrangements / transactions, including actual / expected contractual amount	Date of approval by the Board	Amount received / paid as advances by IRCON, if any
3.	<b>Ircon Vadodara Kim Expressway Limited (IrconVKEL)</b> A wholly owned subsidiary Company (CIN: U74999DL 2018GOI334028)	Engineering Procurement Construction (EPC) Contract for construction of eight lane Access Controlled Expressway from Km 323+000 to Km 355+000 km under Bharatmala Pariyojna in the state of Gujarat from IrconVKEL to IRCON.  Also, execution of Operation & Maintenance works for initial 04 years after PCOD (dated 25.08.2022) in Vadodara Kim Expressway Project.	<b>Date:</b> EPC Agreement dated 09.11.2018 as modified vide Addendum 1 entered on 10.08.2019 and Addendum 2 entered on 03.01.2020.  For Maintenance - LOA Dated 15.05.2023.  <b>Duration:</b> Completion period is 730 days reckoned from Appointed Date.  Further, extended up to 30.05.2022 vide IrconVKEL letter dated 27.05.2022. Project duration was further extended as per terms of settlement agreement between NHAI & SPV signed on dated: 31.10.2023. Later on, COD has been obtained on 09.01.2024.  For Maintenance - 04 years from date of PCOD, w.e.f. 26.08.2022.	<b>Consideration:</b> ₹1,543 Crore plus GST (Original) ₹1,760 Crore plus GST (Revised)  For Maintenance ₹43.29 Crore incl. GST & Escalation for four years	Not Applicable	NIL
4.	<b>Ircon Gurgaon Rewari Highway Limited (IrconGRHL)</b> A wholly owned subsidiary Company (CIN: U45309DL 2020GOI374941)	Awarding of Engineering Procurement Construction (EPC) Contract by IrconGRHL of work of upgradation of Gurgaon-Pataudi-Rewari section of NH-352W (design length 46.110 km) as Feeder route under Bharatmala Pariyojna in the State of Haryana from IrconGRHL to IRCON.	<b>Date:</b> EPC Agreement dated 30.06.2021 and Supplementary Agreement No. 1 dated 17.08.2022 & Supplementary Agreement No. 2 dated 30.03.2023. Supplementary Agreement No. 3 dated 14.07.2023.  <b>Duration:</b> Completion period is 730 days reckoned from Appointed date. EOT upto 31.12.2025 approved by NHAI (considering delay events upto 15.03.2025) for completion of 4-lane section subject to signing of Settlement Agreement with Authority. Accordingly, the Settlement Agreement is likely to be executed shortly between NHAI and IrconGRHL (SPV).	<b>Consideration:</b> ₹606.054 Crore plus GST	Not Applicable	Advance received of ₹46.06 Crore  Repayment of advance- ₹25.51 Crore

Sl. No.	Corporate Identity Number (CIN) & Name of the related party and nature of relationship	Nature of contracts / arrangements / transactions	Duration of contracts / arrangements / transactions	Salient terms of contracts / arrangements / transactions, including actual / expected contractual amount	Date of approval by the Board	Amount received / paid as advances by IRCON, if any
5.	<b>Ircon Akloli-Shirsad Expressway Limited (IrconASEL)</b> A wholly owned subsidiary Company (CIN: U45309DL2021GOI391629)	Awarding of Engineering Procurement Construction (EPC) contract for construction of Eight Lane Access Controlled Expressway in Shirsad to Akloli Section-SPUR of Vadodara Mumbai Expressway from Km 3.000 to Km 20.200 in the State of Maharashtra under Bharatmala Pariyojna from IrconASEL to IRCON	<b>Date:</b> EPC Agreement dated 02.09.2022. <b>Duration:</b> Completion period is 548 days reckoned from Appointed date. EOT granted for 416 days and Settlement Agreement signed on 26.12.2024. Revised scheduled completion is 30.06.2025.	<b>Consideration:</b> ₹1,060.23 Crores Plus GST	Not Applicable	Advance Received- Nil Repayment of advance- ₹26.35 Crore
6.	<b>Ircon Ludhiana Rupnagar Highway Limited (IrconLRHL)</b> A wholly owned subsidiary Company (CIN: U45309DL2021GOI391675)	Awarding of Engineering Procurement Construction (EPC) contract for Construction of Four / Six lane Greenfield Ludhiana – Rupnagar National Highway No. 250K from Junction with NE-5 village near Manewal; (Ludhiana) to Junction with NH-205 near Bheora Village (Rupnagar) including spur to Kharar with Ludhiana Bypass under Bharatmala Pariyojna in the State of Punjab; Package-3 (Design Ch. 66+440 to Design Ch. 90+500 and spur to Kharar Design Ch. 0+000 to Design Ch. 19+200 - Total length= 43.26 km) from IrconLRHL to IRCON	<b>Date:</b> EPC Agreement dated 02.09.2022 <b>Duration:</b> Completion period is 730 days reckoned from Appointed date. No further extension granted.	<b>Consideration:</b> ₹993.86 Crores Plus GST	Not Applicable	NIL



Sl. No.	Corporate Identity Number (CIN) & Name of the related party and nature of relationship	Nature of contracts / arrangements / transactions	Duration of contracts / arrangements / transactions	Salient terms of contracts / arrangements / transactions, including actual / expected contractual amount	Date of approval by the Board	Amount received / paid as advances by IRCON, if any
7.	<b>Ircon Bhoj Morbe Expressway Limited (IrconBMEL)</b> A wholly owned subsidiary Company (CIN: U45203DL 2022GOI392148)	Awarding of Engineering Procurement Construction (EPC) contract for Construction of Eight Lane Access Controlled Expressway in Bhoj to Morbe Section – SPUR of Vadodara Mumbai Expressway from Km 69.800 to Km 79.783 in the state of Maharashtra under Bharatmala Pariyojna (Phase-II- Package-XVII) from IrconBMEL to IRCON	<b>Date:</b> EPC Agreement dated 02.09.2022 <b>Duration:</b> Completion period is 910 days reckoned from Appointed date. No further extension granted. Current date of Completion: 15.10.2025 (including 90 days grace period)	<b>Consideration:</b> ₹1,321.25 Crores Plus GST	Not Applicable	Advance received of ₹15.94 Crore Repayment of advance- ₹19.20 Crore
8.	<b>Ircon Haridwar Bypass Limited (IrconHBL)</b> A wholly owned subsidiary Company (CIN: U45209DL 2022GOI392406)	Awarding of Engineering Procurement Construction (EPC) contract for upgradation and four Lining of Haridwar Bypass Package-1 From Km.0+000 (Km 188+100 of NH-58) to Km. 15+100 (km 5+100 of NH-74) in the State of Uttarakhand from IrconHBL to IRCON	<b>Date:</b> EPC Agreement dated 02.09.2022 <b>Duration:</b> Completion period is 730 days reckoned from Appointed date. 296 Days EoT approved without damages with merging 1 <sup>st</sup> three Milestones. Settlement Agreement signed on 15.10.2024. Revised Completion date: 19.11.2025 (As per terms of Settlement Agreement including 90 days Grace Period)	<b>Consideration:</b> ₹784.58 Crores Plus GST	Not Applicable	Advance received -₹4 Crore Repayment of advance- ₹18.35 Crore
9.	<b>Chhattisgarh East Railway Limited (CERL)</b> A Joint Venture Company (CIN: U45203CT 2013GOI000729)	Award of work of execution of East Corridor Rail Project in Chhattisgarh by CERL to IRCON	<b>Date:</b> Project Execution Agreement dated 18.01.2014 <b>Duration:</b> Till the Railway corridor becomes operational in line with the Concession Agreement.	IRCON would be paid actual cost of work plus specified percentage of contract addition towards overheads and profit.	Not Applicable	Advance received of ₹18.05 Crore Repayment of advance ₹5.34 Crore
10.	<b>Chhattisgarh East-West Railway Limited (CEWRL)</b> A Joint Venture Company (CIN: U45203CT 2013GOI000768)	Award of execution of East- West Corridor Rail Project in Chhattisgarh by CEWRL to IRCON	<b>Date:</b> Project Execution Agreement dated 05.04.2014 <b>Duration:</b> Till the Railway corridor becomes operational in line with the Concession Agreement.	IRCON would be paid actual cost of work plus specified percentage of contract addition towards overheads and profit.	Not Applicable	Advance received of ₹311.54 Crore Repayment of advance- ₹292.51 Crore

Sl. No.	Corporate Identity Number (CIN) & Name of the related party and nature of relationship	Nature of contracts / arrangements / transactions	Duration of contracts/ arrangements / transactions	Salient terms of contracts/ arrangements/ transactions, including actual/ expected contractual amount	Date of approval by the Board	Amount received/ paid as advances by IRCON, if any
11.	<b>Mahanadi Coal Railway Limited (MCRL)</b> A Joint Venture Company (CIN: U60100OR 2015GOI019349)	Award of work for preparation of feasibility report, Detailed Project Report, Design, and construction of identified project lines and Sidings by MCRL to IRCON	<b>Date:</b> Project Execution Agreement dated 19.04.2016 <b>Duration:</b> Till the Railway corridor becomes operational in line with the Concession Agreement.	IRCON would be paid a percentage of cost of project for FR & DPR and actual cost of work plus specified percentage of contract addition towards overheads and profit for construction.	Not Applicable	Nil
12.	<b>Jharkhand Central Railway Limited (JCRL)</b> A Joint Venture Company (CIN: U45201JH 2015GOI003139)	Award of work for preparation of feasibility report, Detailed Project Report, Design, and construction of identified project lines and Sidings by JCRL to IRCON	<b>Date:</b> Project Execution Agreement dated 28.03.2016 <b>Duration:</b> Till the Railway corridor becomes operational in line with the Concession Agreement.	IRCON would be paid a percentage of cost of project for FR & DPR and actual cost of work plus specified percentage of contract addition towards overheads and profit for construction.	Not Applicable	Advance received ₹456.52 Crore Repayment of advance ₹394.86 Crore
13.	<b>Bastar Railway Private Limited (BRPL)</b> A Joint Venture Company (CIN: U74900CT 2016PTC007251)	Award of work for preparation of feasibility report, Detailed Project Report, Design, and construction of identified project lines and Sidings by BRPL to IRCON	<b>Date:</b> Project Execution Agreement has been entered on 19.07.2017 <b>Duration:</b> Till the Railway corridor becomes operational in line with the Concession Agreement.	IRCON would be paid a percentage of cost of project for FR & DPR and actual cost of work plus specified percentage of contract addition towards overheads and profit for construction.	Not Applicable	Nil

**Note:**

- All the above said transactions have been approved by the Audit Committee of IRCON.
- Apart from above said transactions, other transactions & arrangements entered into between IRCON or any of its subsidiaries on one hand and a related party of the IRCON or any of its subsidiaries on the other hand in the ordinary course of business for an amount not exceeding ₹1 Crore for each contract / agreement / transaction for the Financial Year 2024-25 as approved by the Audit Committee are as follows (i) Rendering or availing of Services for Machinery, Manpower and other resources at market rates on arm's length basis; (ii) leasing / rental of space on arm's length basis; and/or (iii) entering into unforeseen transactions of sale / purchase of goods or materials or availing or rendering of services on arm's length basis.
- In addition to above transactions, an amount of ₹45 Crore is lying against advances received from ISTPL towards arbitration claims. However, Advance appropriately adjusted during the financial year 2024-25.
- Loans to, investments made in and guarantees provided in connection with the loan of subsidiary and JV Companies etc. The members may refer to the financial statements which sets out the Related Party Disclosure pursuant to IND AS-24 and also the transactions during the financial year.

**For and on behalf of the Board of Directors**

Sd/-

**(Hari Mohan Gupta)**

Chairman & Managing Director and CEO  
(DIN: 08453476)

Date: August 21, 2025  
Place: New Delhi





# **Standalone Financial Statements 2024-25**



## INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF IRCON INTERNATIONAL LIMITED

### Report on the Audit of the Standalone Ind AS Financial Statements

#### Opinion

We have audited the accompanying Standalone Ind AS Financial Statements of **Ircon International Limited** ("the Company") which comprise the Balance Sheet as at 31<sup>st</sup> March, 2025, the Statement of Profit and Loss (including Other Comprehensive Income), the Statement of Changes in Equity and the Statement of Cash Flows for the year ended on that date and notes to the financial statements including a summary of the material accounting policies and other explanatory information in which are incorporated the Returns for the year ended on that date audited by branch auditors of the Company's branches at Algeria, Bangladesh, Sri Lanka and Myanmar (hereinafter referred to as the "Standalone Ind AS Financial Statements").

We have audited the financial statements of the three (3) foreign branches situated at South Africa, Malaysia and Sri Lanka (Indian part) for the year ended 31<sup>st</sup> March, 2025. However, we have not visited any foreign branch and the relevant information for the audit purpose was provided to us by the management at corporate level.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Standalone Ind AS Financial Statements give the information required by the Companies Act, 2013 ("the Act") in the manner so required and give a true and fair view in conformity with the Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 ("Ind AS") and other accounting principles generally accepted in India, of the state of affairs of the Company as at 31<sup>st</sup> March, 2025, the profit, total comprehensive income, changes in equity and its cash flows for the year ended on that date.

#### Basis for Opinion

We conducted our audit of the Standalone Ind AS Financial Statements in accordance with the Standards

on Auditing ("SAs") specified under section 143(10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibilities for the Audit of the Standalone Ind AS Financial Statements section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the Standalone Ind AS Financial Statements under the provisions of the Act and the Rules made there under, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us and other auditors in terms of their reports referred to it "Other Matter" paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Standalone Ind AS Financial Statements.

#### Emphasis of Matters

Reference is invited to footnote no.(ii)(b) of Note no. 8.1 of the Standalone Ind AS Financial Statements wherein it has been stated that financial statements of one of the jointly controlled entities i.e. Indian Railway Stations Development Corporation Ltd. (IRSDC) have been prepared on liquidation basis and that the Company does not foresee any impairment in the value of investments held by it in IRSDC.

Our opinion is not modified in respect of the above matter.

#### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Standalone Ind AS Financial Statements of the current period. These matters were addressed in the context of our audit of the Standalone Ind AS Financial Statements as a whole, and in forming our opinion thereon, and we do not provide a separate opinion on these matters. We have determined the matters described below to be the key audit matters to be communicated in our report.

## INDEPENDENT AUDITORS' REPORT

### TO THE MEMBERS OF IRCON INTERNATIONAL LIMITED

Key Audit Matter	How our audit addressed the matter
<p><b>Revenue Recognition in terms of Ind AS 115 "Revenue from Contracts with Customers"</b></p> <p>Accounting Standard on Revenue which prescribes five steps revenue recognition model.</p> <p>The Company recognizes revenue for a performance obligation satisfied over time after estimating its progress towards complete satisfaction of the performance obligation. The recognition of revenue requires assessments and judgments to be made on changes in work scope, claims (compensation, rebates etc.) and other payments to the extent performance obligation is satisfied. The company measures the performance obligation by applying input method. In the contracts where performance obligation cannot be measured by input method, the output method is applied, which faithfully depict the Company's performance towards complete satisfaction of the performance obligation.</p> <p>During order fulfillment, contractual obligations may need to be reassessed. In addition, change orders or cancelations have to be considered. As a result, total estimated project costs may exceed total contract revenues and therefore require immediate recognition of the expected loss.</p> <p>Ind AS 115 requires entities to exercise judgement, taking into consideration all of the relevant facts and circumstances when applying each step of the model to contracts with their customers.</p> <p>The application of the revenue accounting standard involves certain key judgements relating to –</p> <ol style="list-style-type: none"> <li>identification of distinct performance obligations;</li> <li>determination of transaction price of the identified performance obligations;</li> <li>the appropriateness of the basis used to measure revenue recognized at a point in time or over time.</li> </ol> <p>Additionally, revenue accounting standard contains disclosures which involves collation of information in respect of disaggregated revenue and periods over which the remaining performance obligations will be satisfied subsequent to the balance sheet date. Revenue recognition from these judgements were identified as a Key Audit Matter and required a higher extent of audit effort.</p> <p>Refer Note no. 39 to the Standalone Ind AS Financial Statements.</p>	<p>- Our audit procedures included considering the appropriateness of the Company's revenue recognition accounting policies and assessing compliance with the policies in terms of the applicable accounting standards. We evaluated the effectiveness of control over the preparation of information that are design to ensure the completeness and accuracy. We selected a sample of contracts, and tested the operating effectiveness of the internal control, relating to identification of the distinct performance obligations and satisfaction of performance obligations. We also examined costs included within WIP balances on a sample basis and tested their recoverability through comparing the net realizable values as per the agreements with estimated cost to complete.</p> <p>- We performed following substantive procedures over revenue recognition with specific focus on whether there is single performance obligation or multiple performance obligations in the contract and whether the performance obligation is being satisfied over the period of time or at a point in time:</p> <ul style="list-style-type: none"> <li>Read, analyzed and identified the distinct performance obligations in these contracts.</li> <li>Compared these performance obligations with that identified and recorded by the Company.</li> <li>Considered the terms of the contracts to verify the transaction price used to allocate to separate performance obligations.</li> <li>Checked whether the performance obligation is being satisfied over the period of time or at a point in time.</li> <li>Performed analytical procedures for reasonableness of revenues disclosed</li> </ul>

## INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF IRCON INTERNATIONAL LIMITED

Key Audit Matter	How our audit addressed the matter
<p><b>Contingent Liabilities</b></p> <p>There are a number of litigations pending before various forums against the Company and the management's judgement is required for estimating the amount to be disclosed as contingent liability. We identified this as a key audit matter because the estimates on which these amounts are based involve a significant degree of management judgement in interpreting the cases.</p> <p>Refer Note no. 37 of the Standalone Financial Statements, read with Accounting Policy No. 2.2.16.</p>	<p>We have obtained an understanding of the Company's procedure in respect of estimation and disclosure of contingent liabilities and adopted the following audit procedure:</p> <ul style="list-style-type: none"> <li>• Reviewing the current status and material developments of legal matters.</li> <li>• Examining recent orders from competent authorities and/or communication received from various authorities, judicial forums and follow-up action thereon.</li> <li>• Review and analysis of evaluation of the contentions of the company through discussions, collection of details of the subject matter under consideration, the likely outcome and consequent potential outflows on those issues.</li> </ul>
<p><b>System Environment and Internal Controls</b></p> <p>The Company has SAP system in place and only FI-CO, Payroll, Financial Control, Human Capital Management, Employee Self Service / Manager Self Service (ESS / MSS) etc module are in use throughout organisation. However, Project Systems (PS), Materials Management (MM) and Document Management System (DMS) modules have been developed and rolled out at 07 project locations including corporate office. Rollout at other locations is under implementation. SD module is configured and is in advanced stage for invoicing.</p> <p>The IT system in the company is not fully automated and manual interventions are in place in preparing and reporting of financial statements. This required a high degree of auditor judgement in evaluating the audit evidence and a higher extent of audit effort.</p>	<p>Our procedures included but were not limited to:</p> <ul style="list-style-type: none"> <li>• Discussing with management and IT department on the IT environment and consideration of the key financial processes to understand where IT systems were integral to the financial reporting process.</li> <li>• Testing the design of the key IT controls relating to financial reporting systems of the company.</li> <li>• We also tested the company's controls around system interfaces.</li> <li>• We applied substantive audit procedures to ensure that areas where there are manual controls are operating effectively.</li> <li>• Our audit planning and procedures also includes the various reports which the system generates and without which it is difficult for us to collect the data of the various heads of the Balance sheet.</li> </ul>

### Information Other than Standalone Ind AS Financial Statements and Auditor's Report Thereon

The Company's Board of Directors is responsible for the information included in the Company's Annual Report but does not include consolidated financial statements, the Standalone Ind AS Financial Statements and our auditor's report thereon.

Our opinion on Standalone Ind AS Financial Statements does not cover the other information, and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Standalone Ind AS Financial Statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the Standalone Ind AS Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude

other information. The other information comprises the that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

### Responsibilities of Management and Those Charged with Governance for the Standalone Ind AS Financial Statements

The Company's Board of Directors is responsible for the matters stated in section 134(5) of the Act with respect to the preparation of these Standalone Ind AS Financial Statements that give a true and fair view of the financial position, financial performance, including other comprehensive income, changes in equity and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Ind AS specified under section 133 of the

## INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF IRCON INTERNATIONAL LIMITED

Act. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Standalone Ind AS Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the Standalone Ind AS Financial Statements, Management and the Board of Directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Company's Board of Directors is also responsible for overseeing the Company's financial reporting process.

### Auditor's Responsibilities for the Audit of the Standalone Ind AS Financial Statements

Our objectives are to obtain reasonable assurance about whether the Standalone Ind AS Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Standalone Ind AS Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not

detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.

- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Company has adequate internal financial controls system with reference to Standalone Ind AS Financial Statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Standalone Ind AS Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Standalone Ind AS Financial Statements, including the disclosures, and whether the Standalone Ind AS Financial Statements represent the underlying transactions and events in a manner that achieves fair presentation.

Materiality is the magnitude of misstatements in the Standalone Ind AS Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Standalone Ind AS Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Standalone Ind AS Financial Statements.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings,



## INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF IRCON INTERNATIONAL LIMITED

including any significant deficiencies in internal financial controls that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Standalone Ind AS Financial Statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be expected to outweigh the public interest benefits of such communication.

### Other Matters

- We did not audit the financial statements / financial information of four (4) foreign branches included in the Standalone Ind AS Financial Statement of the company whose financial statements/financial information reflect total assets of ₹923.62 Crores (Previous year ₹831.76 Crores) as at 31st March 2025, total revenue of ₹357.35 Crores (Previous Year ₹548.44 crores) and total PBT of ₹74.63 Crores (previous year ₹112.41 Crores), for the year ended on that date. The financial statements/information of these branches have been audited by the branch auditors whose reports have been furnished to us and our opinion in so far as it relates to the amounts and disclosure included in respect of these branches, is based solely on the reports of such branch auditors.
- The financial statements include profit/(loss) of ₹0.08 Crores (Previous Year ₹(-)0.08 Crores, the company's share in two (2) integrated joint operations (unincorporated) accounts of which have been audited by other firms of Chartered Accountants and profit/(loss) of ₹0.45 Crores (Previous Year ₹0.90 Crores) the company's share in one (1) joint operation accounts of which have been certified by the management for the year ended 31st March 2025.
- Reference is invited to Note no. 46 of the Standalone Ind AS Financial Statements regarding amendments made in the IndAS-116 and IndAS-117. As explained by the Management there is no financial impact of such amendments.

Our opinion is not modified in respect of these matters.

### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 ("the Order"), issued by the Central Government in terms of sub-section (11) of section 143 of the Act, we give in the **"Annexure A"** a statement on the matters specified in paragraphs 3 and 4 of the Order to the extent applicable.
2. As required by Section 143(3) of the Act, based on our audit we report that:
  - a. We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
  - b. In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books and proper returns adequate for the purpose of our Audit has been received from branches not visited by us.
  - c. The reports on the accounts of branch offices of the Company audited under section 143(8) of the Act by branch auditors have been sent to us and have been properly dealt with by us in preparing this report.
  - d. The Balance Sheet, the Statement of Profit and Loss (including Other Comprehensive Income), the Cash Flow Statement and the Statement of Changes in Equity dealt with by this Report are in agreement with the books of account.
  - e. In our opinion, the aforesaid Standalone Ind AS Financial Statements comply with the Ind AS specified under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 (as amended).
  - f. Being a government company, provision of section 164(2) of the Act are not applicable pursuant to the notification No. G.S.R.463(E) dated 5 June 2015, issued by the Central Government.
  - g. With respect to the adequacy of the internal financial controls over financial reporting of the Company and the operating effectiveness of such controls, refer to our separate Report in **"Annexure B"**.
  - h. Being a government company, provision of section 197 of the Act are not applicable vide notification no. G.S.R. 463 (E) dated 5<sup>th</sup> June 2015, issued by the Central Government.
  - i. With respect to the other matters to be included

## INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF IRCON INTERNATIONAL LIMITED

in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:

- i. The Company has disclosed the impact of pending litigations on its financial position in its Standalone Ind AS Financial Statements – Refer Note no.37 to the Standalone Ind AS Financial Statements.
- ii. The Company has made provision, as required under the applicable law or accounting standards for material foreseeable losses, if any, on long-term contracts Refer Note no.19.2 to the Standalone Ind AS Financial Statements. The Company did not have any derivative contracts.
- iii. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Company.
- iv. a) The Management has represented that, to the best of its knowledge and belief, as disclosed in Note no. 45 to the accounts, no funds have been advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) by the Company to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Company or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
- b) The Management has represented that, to the best of its knowledge and belief as disclosed in Note no. 45 to the accounts, no funds have been received by the Company from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Company shall, whether directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever ("Ultimate Beneficiaries") by or on behalf of the Funding Parties or provide

any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

- c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances, nothing has come to our notice that has caused us to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.
  - v. As stated in Accounting Policy No. 2.2.15 to the standalone Ind AS Financial Statements
    - a) The final dividend proposed in the previous year, declared and paid by the Company during the year is in accordance with section 123 of the Companies Act 2013 to the extent applicable.
    - b) The interim dividend declared and paid by the Company during the year and until the date of this report is in accordance with section 123 of the Act.
    - c) The Board of Directors of the company has proposed final dividend for the current year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend proposed is in accordance with section 123 of the Act to the extent applicable.
  - vi. Based on our examination, which included test checks, the Company has used accounting software for maintaining its books of account for the financial year ended 31st March, 2025 which has a feature of recording audit trail (edit log) facility and the same has operated throughout the year for all relevant transactions recorded in the software. Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with.
- The audit trail has been preserved by the Company as per the statutory requirements for record retention.
3. As required by Section 143(5) of the Act and as per directions issued by Comptroller and Auditor General of India, we report that:

## INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF IRCON INTERNATIONAL LIMITED

S. No	Directions	Auditor's Replies
1.	Whether the company has system in place to process all the accounting transactions through IT system? If yes, the implications of processing of accounting transactions outside IT system on the integrity of the accounts along with the financial implications, if any, may be stated.	The Company is using SAP S/4 Hana system for all its projects located in India and also in its foreign branches. As per information and explanation provided to us no accounting transactions have been processed outside the IT system except income billing for which no financial implication were observed.
2.	Whether there is any restructuring of an existing loan or cases of waiver/write off of debts/loans/ interest etc. made by a lender to the company due to the company's inability to repay the loan? If yes, the financial impact may be stated. Whether such cases are properly accounted for? (In case, lender is a government company, then this direction is also applicable for statutory auditor of lender company).	No, the Company does not have any case of restructuring of an existing loan or cases of waiver/write off of debts / loans / interest etc. made by a lender to the company.  However, the IPBTL loan repayment schedule has been revised, reflecting the expected repayment of the principal amount along with interest. Appropriate accounting adjustment has been incorporated in the financial statement.
3.	Whether funds (grants/subsidy etc.) received/ receivable for specific schemes from Central/ State Government or its agencies were properly accounted for/ utilized as per its term and conditions? List the cases of deviation.	According to the information and explanation given to us and as per examination of records, no funds have been received/ receivable for any specific scheme from central/state Government or its agencies during the financial year 2024-25.

**For Ramesh C Agrawal & Company**

Chartered Accountants

Firm Registration No: 001770C

Sd/-

**CA Monika Agrawal**

(Partner)

Membership No: 093769

UDIN: 25093769BNLMNE5949

Place: New Delhi

Date: May 21, 2025

## INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF IRCON INTERNATIONAL LIMITED

### Annexure A" to the Independent Auditor's Report

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report to the Members of Ircon International Limited of even date)

To the best of our information and according to the explanation provided to us by the Company and the books of accounts and records examined by us in the normal course of audit, we stated that:

- (i). In respect of the company's Property, Plant and Equipment and Intangible Assets:
  - a) A) The Company has maintained proper records showing full particulars including quantitative details and situation of Property, Plant and Equipment, ROU and Investment Properties.
  - (B) The Company has maintained proper records showing full particulars of intangible assets.
  - b) The Property, Plant and Equipment were physically verified by the management during the year. There is a regular program of verification, which in our opinion, is reasonable having regard to the size of the Company and nature of its business. No material discrepancies were noticed on such verifications.
  - c) According to the information and explanations given to us and on the basis of our examination of records of the company, we report that, the title/lease deeds of all the immovable properties (other than properties where the company is the lessee and the lease agreements are duly executed in favor of the lessee) disclosed in the financial statement included under Property, plant and equipment are held in the name of the Company as at the balance sheet date. However, in some cases where the company is the lessee and the lease agreements are not executed in favor of the Company as disclosed in additional disclosure of Note No 07 Right-of-use Assets.
  - d) The Company has not revalued its Property, Plant and Equipment (including Right of Use Assets) or Intangible Assets or both during the year.
  - e) No proceedings have been initiated or pending against the Company for holding any benami property under the Prohibition of Benami Transactions Act, 1988 and rules made thereunder.
- (ii). a) The inventory (excluding stocks lying with third parties) has been physically verified by the management at reasonable intervals during the year. In respect of inventory lying with third parties, these have substantially

been confirmed by them. In our opinion, the coverage and procedure of such verification is appropriate. No discrepancies of 10% or more in the aggregate for each class of inventory were noticed on comparison of physical verification with book records.

b) The Company has not been sanctioned any working capital limits at any points of time during the year, from banks or financial institutions on the basis of security of current assets and hence reporting under clause 3(ii)(b) of the Order is not applicable.

- (iii). According to the information and explanations given to us and on the basis of our examination of the records, the Company has not made any investment in, provided security to companies, firms, limited liability partnerships or any other parties during the year, except investment in Subsidiaries & Joint Venture of the company.

The Company has provided guarantee, granted unsecured loans and advances in nature of loans during the year to companies and other parties details of which are stated below. The company has not provided guarantees or granted loans or advances in the nature of loans during the year to firms, limited liability partnerships.

- a) (A) Based on the audit procedures carried out by us and as per the information and explanations given to us, the company has granted loans, advances in the nature of loans and guarantees to subsidiaries and joint ventures as below:

(₹ in crore)

	Guarantees	Loans	Interest Free Loan
Aggregate amount granted / provided during the year			
-Subsidiaries*	0.15	18.57	150.62
-Joint Ventures*	Nil	Nil	63.96
Balance Outstanding as at the balance sheet date			
-Subsidiaries*	1452.97	271.90	837.45
-Joint Ventures*	1712.10	Nil	309.29

\*As per the companies Act



## INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF IRCON INTERNATIONAL LIMITED

(B) Based on the audit procedure carried out by us and as per the information and explanations given to us, the Company has granted advances in the nature of loans to other parties as below:

(₹ in crore)

	Advance in the nature of loans- Employee advances
Aggregate amount granted / provided during the year - Other Parties	0.25
Balance Outstanding as at the balance sheet date - Other Parties	0.59

- b) In our opinion the investment made and guarantees provided and the terms and conditions of the grant of loans and advances in the nature of loans during the year are, prima facie, not prejudicial to the interest of the Company.
- c) According to the information and explanations given to us and on the basis of our examination of the records of the Company, in our opinion, in the case of loans and advances in the nature of loans granted to Companies & Employees, the schedule of repayment of principal and receipt of interest has been stipulated and the repayment or receipts are regular as per stipulation except in case of one of its subsidiary Ircon PB Tollway Ltd. (IPBTL) where loan repayment schedule has been revised.
- d) In respect of loan granted by the company, there is no overdue amount more than 90 days remaining outstanding as at the balance sheet date.
- e) No loan or advances in the nature of loans granted by the company which has fallen due

during the year, has been renewed or extended or fresh loans granted to settle the over dues of existing loans given to same parties.

- f) The Company has not granted any loans or advances in the nature of loans either repayable on demand or without specifying any terms or period of repayment during the year. Hence reporting under clause 3(iii)(f) is not applicable.
- (iv). In our opinion and according to the information and explanations given to us, the Company has complied with the provisions of sections 185 and 186 of the companies Act, in respect of loans, investments, guarantees and security.
- (v). The Company has not accepted any deposits within the provisions of Section 73 to 76 or any other relevant provision of the Companies Act, and rules made there under,
- (vi). The maintenance of cost records has been specified by the Central Government under Section 148(1) of the Companies Act, in respect Road & Infrastructure projects of the Company. We have broadly reviewed the records and are of the opinion that prima facie, the prescribed accounts and records have been made and maintained. However, we have not made any detailed examination of the records with a view to determine whether they are accurate or complete.
- (vii).a) The Company is generally regular in depositing undisputed statutory dues including provident fund, income tax, goods and service tax, sales tax, service tax, duty of customs, duty of excise, value added tax, cess and any other statutory dues applicable with the appropriate authorities. Employees State Insurance is not applicable to the Company. According to the information and explanation given to us, there are no undisputed statutory dues which were outstanding as on 31.03.2025 for a period of more than six months from the date the same become payable.
- b) Details of Statutory dues referred to in sub-clause (a) above which have not been deposited as on 31.03.2025 on account of dispute are given below:

S. No.	Name of the Statute	Nature of the Dues	Amount in (Crores)*	Period to which the amounts related	Forum where dispute is pending
1	Sales Tax	Sales Tax-AGRP	0.39	2007-08 to 2012-13	The UP Commercial Tax, Appellate Tribunal-II, Ghaziabad
2	Sales Tax	Entry Tax- AGRP	0.01	2008-09 to 2013-14	The UP Commercial Tax, Appellate Tribunal-II, Ghaziabad
3	Sales Tax	UP TRADE TAX UP-01	3.89	2004-05 to 2007-08	The Deputy Commissioner Commercial Taxes (The Assessing Authority), Khand-9 Bareilly,UP
4	Sales Tax	UPTT-UP-01 (Entry Tax)	0.16	2007-08	The Deputy Commissioner Commercial Taxes (The Assessing Authority), Khand-9 Bareilly,UP

**INDEPENDENT AUDITORS' REPORT****TO THE MEMBERS OF IRCON INTERNATIONAL LIMITED**

S. No.	Name of the Statute	Nature of the Dues	Amount in (Crores)*	Period to which the amounts related	Forum where dispute is pending
5	Sales Tax	UPVAT ACT-UP-01	3.41	2007-08 & 2008-09	The Deputy Commissioner Commercial Taxes (The Assessing Authority), Khand-9 Bareilly, UP
6	Sales Tax	UPVAT ACT-UP-01 (Entry Tax)	0.15	2007-08 to 2009-10	The Deputy Commissioner Commercial Taxes (The Assessing Authority), Khand-9 Bareilly, UP
7	Sales Tax	UPVAT ACT-UP-01	0.01	2010-11	The Deputy Commissioner Commercial Taxes (The Assessing Authority), Khand-9 Bareilly, UP
8	Sales Tax	Sales Tax-BE-08	0.26	2007-08 to 2009-10	The Additional Commissioner Appeal, Noida
9	Sales Tax	Sales Tax-BE-08 Entry Tax	0.003	2014-15	The Additional Commissioner Appeal, Noida
10	Sales Tax	UPTT-UP-05	1.31	2006-07 to 2007-08	The Additional Commissioner (First Appeal), Jhansi, UP
11	Sales Tax	UPTT-UP-05	0.01	2005-06	High Court Allahabad
12	Sales Tax	UPVAT-UP-05	3.27	2007-08 to 2009-10	The Additional Commissioner (First Appeal), Jhansi, UP
13	Sales Tax	Sales Tax 2010-11-GED	0.05	2010-11	Asst Commercial Tax Officer, Margoa, Goa
14	Uttar Pradesh VAT Act, 2008	Demand raised for sales tax	0.08	1982-83 and 1989-90	Appellate Authority, Deputy Commissioner, Jhansi, UP
15	Sales Tax	Sales Tax GED GOA	0.50	2011-12 to 2014-15	Asst Commercial Tax Officer, Margoa, Goa
16	Sales Tax	Demand Raised	1.19	2006-07	The Commercial Tax Appellate Tribunal Chandigarh
17	Service Tax	Service Tax Demand	0.55	2015-16 to 2017-18	CESTAT Allahabad
18	Service Tax	Service Tax Demand	0.56	2015-16	The Commissioner Appeals, Jodhpur 342003, Rajasthan
19	Uttar Pradesh sales Tax Act 1948	UP sales tax – section 3 kha	1.24	2005-06 & 2006-07	Appeal pending before Commercial Tax Appellate Tribunal, Kanpur Bench, UP
20	Uttar Pradesh VAT Act, 2008	UP VAT (Regular) section 28(2)	0.12	2015-16 to 2017-18	Adjustment letter submitted to assessing authority- Deputy Commissioner Commercial Taxes, Noida UP
21	Uttar Pradesh sales Tax Act 1948	UP Entry Tax – GB Nagar	0.05	2002-03 & 2003-04	Allahabad High Court
24	Jammu & Kashmir GST Act, 1962	Sales Tax	14.36	1999-00 to 2005-06	J&K High Court, Jammu and Deputy Commissioner Commercial Sales Taxes (appeals), Srinagar
25	Sales Tax MRO	Sales Tax – MRO	3.51	1995-96 & 1996-97	Bombay High Court
26	Sales Tax-MRO	Sales Tax – MRO	3.97	2010-11 & 2011-12	Joint Commissioner Sales Tax Appeal, Mumbai
30	Central Excise Act, 1944	Levy of Excise Duty on Bracket/ Cantilever Assemblies	0.66	1998-99	CESTAT (Dept. Appeal)

## INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF IRCON INTERNATIONAL LIMITED

S. No.	Name of the Statute	Nature of the Dues	Amount in (Crores)*	Period to which the amounts related	Forum where dispute is pending
31	DGFT Cases FDTR Act, 1992	Duty Drawback	2.89	1991-1992	Appeal in Delhi High Court
32	CGST Act	GST Penalty	0.19	2017-18 to 2020-21	Commissioner Appeal(II), Central Goods and Service Tax, Janakpuri New Delhi
33	Service Tax	Service Tax on Agency Fees	12.91	2010-11 to 2014-15	CESTAT, Kolkata
34	Service Tax	Service Tax on Agency Fees	5.60	2009-10 to 2013-14	Supreme Court of India, Delhi
35	Service Tax	Service Tax on Agency Fees	2.06	2016-17 to 2017-18	CESTAT, Kolkata
36	Bihar VAT Act	VAT TDS	3.98	2005-06 and 2006-07	Office of the Joint Commissioner of commercial Taxes (Appeals) Central Division Patna
37	Bihar VAT Act	VAT	0.003	2010-11	Office of the Joint Commissioner of commercial Taxes (Appeals) Central Division Patna
38	Bihar VAT Act	VAT	29.20	2012-13	Office of the Joint Commissioner of commercial Taxes (Appeals) Central Division Patna and Writ Petition Filed before Patna High Court
39	Bihar VAT Act	Bihar VAT	33.46	2013-14	Writ Petition Filed before Patna High Court
40	Bihar VAT Act	Bihar VAT	25.54	2014-15	Writ Petition Filed before Patna High Court
41	Service Tax	Service Tax	2.16	2015-16	CESTAT, Kolkata
42	Bihar VAT Act 2005	Regular assessment under section 31	0.92	2015-16	Office of the Joint Commissioner of commercial Taxes (Appeals) Central Division Patna and Writ Petition Filed before Patna High Court
43	Service Tax	Service Tax Jagdalpur	2.84	2016-17 to 2017-18	Appeal Filed before Commissioner of Central and Customs Appeal, Chhattisgarh
44	Bihar VAT Act 2005	Regular assessment under section 31	19.63	2016-17	Office of the Joint Commissioner of commercial Taxes (Appeals) Central Division Patna and Writ Petition Filed before Patna High Court
45	UP VAT	UP VAT (Regular) section 28(2)	0.54	2012-13	Deputy Commissioner, Raibareilly Sec-2, UP
46	UP VAT	UP VAT (Regular) section 28(2)	19.35	2013-14	Deputy Commissioner, Raibareilly Sec-2, UP
47	UP VAT	UP VAT (Regular) section 28(2)	1.85	2017-18	Deputy Commissioner, Raibareilly Sec-2, UP
48	Income Tax Act	Traces Demand	0.03	2007-08 to 2024-25	TDS CPC, Aaykar Bhawan, Sec-3 Vaishali, Ghaziabad

\*As compiled by the management and relied upon by us.

## INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF IRCON INTERNATIONAL LIMITED

- (viii). There were no transactions relating to previously unrecorded income that have been surrendered or disclosed as income during the year in the tax assessments under the Income Tax Act, 1961 (43 of 1961).
- (ix). a) The Company has not defaulted in the repayment of loans or other borrowings or in the payment of interest thereon to any lender.
- b) The Company has not been declared willful defaulter by any bank or financial institution or other lender.
- c) The Company did not have any term loan whose utilization was outstanding during the year and hence, reporting under clause 3(ix)(c) of the Order is not applicable.
- d) On an overall examination of the financial statement of the Company, we reported that the company has not raised any short- term funds during the year and hence reporting under clause 3(ix)(d) of the order is not applicable.
- e) On an overall examination of the financial statement of the Company, we report that the Company has not taken any funds from any entity or person on account of or to meet the obligations of its subsidiaries and joint ventures.
- f) The Company has not raised any loans during the year on the pledge of securities held in its Subsidiaries or Joint Venture Companies and hence reporting on clause 3(ix)(f) of the Order is not applicable.
- (x). a) The Company has not raised money by way of initial public offer or further public offer (including debt instruments) during the year and hence reporting under clause 3(x)(a) of the Order is not applicable.
- b) During the year, the Company has not made any preferential allotment or private placement of shares or convertible debentures (fully or partly or optionally) and hence reporting under clause 3(x)(b) of the Order is not applicable.
- (xi). a) No fraud by the company or any fraud on the company has been noticed or reported during the year.
- b) No report under sub-section (12) of section 143 of the Companies Act has been filed in Form ADT-4 as prescribed under rule 13 of Companies (Audit and Auditors) Rules, 2014 with the Central Government.
- c) We have taken into consideration the whistleblower complaints received by the Company during the year, while determining the nature, timing and extent of our audit procedures.
- (xii). The Company is not a Nidhi Company as specified in the Nidhi Rules, 2014. Thus, the requirements under para 3(xii) (a), (b) & (c) of the Order are not applicable to the Company.
- (xiii). In our opinion and according to the information and explanations given to us, all transactions with related parties are in compliance with sections 177 and 188 of the Companies Act, where applicable and the details have been disclosed in notes to the financial statements, etc as required by the applicable accounting standards.
- (xiv) a) In our opinion the Company has an adequate internal audit system commensurate with the size and the nature of its business.
- b) We have considered, the internal audit reports of the company issued till date, for the period under audit.
- (xv). According to the information and explanations given to us, in our opinion during the year the Company has not entered into any non-cash transactions with its directors or persons connected with its directors and hence provisions of section 192 of the Companies Act, are not applicable.
- (xvi) a) The Company is not required to be registered under section 45- IA of the Reserve Bank of India Act, 1934 (2 of 1934). Hence, clauses 3(xvi)(a) of the Order is not applicable.
- b) The Company has not conducted any Non-Banking Financial or Housing Finance activities without obtaining a valid Certificate of Registration (CoR) from the Reserve Bank of India as per the Reserve Bank of India Act, 1934.
- c) The Company is not a Core Investment Company (CIC) as defined in the regulations made by the Reserve Bank of India. hence, clause 3(xvi)(c) of the Order is not applicable.
- d) According to the information and explanations provided to us there is no Core Investment Company as a part of the Group (as defined in the Core Investment Companies (Reserve Bank) Directions, 2016), hence, the requirement to report on clause 3(xvi)(d) of the Order is not applicable.
- (xvii). The Company has not incurred cash losses in the current and in the immediately preceding financial year.
- (xviii). There has been no resignation of the statutory auditors during the year. Hence, clause 3(xviii) of the order is not applicable.



## INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF IRCON INTERNATIONAL LIMITED

(xix). On the basis of the financial ratios, ageing and expected dates of realization of financial assets and payment of financial liabilities, other information accompanying the financial statements and our knowledge of the Board of Directors and Management plans and based on our examination of the evidence supporting the assumptions, nothing has come to our attention, which causes us to believe that any material uncertainty exists as on the date of the audit report indicating that Company is not capable of meeting its liabilities existing at the date of balance sheet as and when they fall due within a period of one year from the balance sheet date. We, however, state that this is not an assurance as to the future viability of the Company. We further state that our reporting is based on the facts up to the date of the audit report and we neither give any guarantee nor any assurance that all liabilities falling

due within a period of one year from the balance sheet date, will get discharged by the Company as and when they fall due.

- (xx). a) There are no unspent amount towards Corporate Social Responsibility (CSR) on other than ongoing projects requiring a transfer to a Fund specified in schedule VII to the Companies Act in compliance with second proviso to sub section (5) of Section 135 of the said Act. Hence, reporting under clause 3(xx) (a) of the Order is not applicable.
- b) In respect of ongoing projects, the Company has transferred the unspent CSR amount as at the Balance Sheet date to a Special account within a period of 30 days from the end of the financial year in compliance with the provision of section 135(6) of the said Act.

**For Ramesh C Agrawal & Company**

Chartered Accountants  
Firm Registration No: 001770C

Sd/-

**CA Monika Agrawal**

(Partner)

Membership No: 093769

UDIN: 25093769BNLMNE5949

Place: New Delhi  
Date: May 21, 2025

## INDEPENDENT AUDITORS' REPORT

### TO THE MEMBERS OF IRCON INTERNATIONAL LIMITED

#### **"Annexure B" to the Independent Auditor's Report of even date on the Standalone Ind AS Financial Statements of Ircon International Limited for the year ended 31st March, 2025**

#### **Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

We have audited the internal financial controls over financial reporting of Ircon International Limited "the Company" as of 31<sup>st</sup> March, 2025 in conjunction with our audit of the Standalone Ind AS financial statements of the Company for the year ended on that date.

#### **Management's Responsibility for Internal Financial Controls**

The Company's management is responsible for establishing and maintaining internal financial controls based on, "the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India (ICAI)". These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to company's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### **Auditor's Responsibility**

Our responsibility is to express an opinion on the Company's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting (the "Guidance Note") and the Standards on Auditing prescribed under section 143(10) of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both issued by the Institute of Chartered Accountants of India. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining

an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the Company's internal financial controls system over financial reporting.

#### **Meaning of Internal Financial Controls Over Financial Reporting**

A company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company's assets that could have a material effect on the financial statements.

#### **Inherent Limitations of Internal Financial Controls Over Financial Reporting**

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may

become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

### Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Company has, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at 31<sup>st</sup> March, 2025, "based on the internal control over financial reporting criteria established by the Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India". However, internal control needs further strengthening in respect of the following areas identified as on 31<sup>st</sup> March 2025 based on our audit.

The Company has an integrated ERP system which was not used at its full potential. Further, Project Systems (PS),

Materials Management (MM) and Document Management System (DMS) modules have been developed and rolled out at 07 project locations including corporate office. Rollout at other locations is under implementation.

Our opinion is not modified in respect of the above matters.

### Other Matters

Our aforesaid report under section 143 (3) (i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting in so far as it relates to branches, is based on the corresponding report of other auditors.

We have considered the identified areas and reported above in determining the nature, timing and extent of audit procedures applied in our audit of the standalone financial statement of the company for the year ended 31<sup>st</sup> March, 2025 and these areas do not affect our opinion on the Standalone financial statement of the company.

**For Ramesh C Agrawal & Company**

Chartered Accountants

Firm Registration No: 001770C

Sd/-

**CA Monika Agrawal**

(Partner)

Membership No: 093769

UDIN: 25093769BNLMNE5949

Place: New Delhi

Date: May 21, 2025

## STANDALONE BALANCE SHEET

### For The Year Ended 31<sup>st</sup> March 2025

(₹ in crore)

Particulars	Note No.	As at 31st March 2025	As at 31st March 2024
<b>I. ASSETS</b>			
<b>1 Non-Current Assets</b>			
(a) Property, Plant and Equipment	3	209.22	185.21
(b) Capital Work-in-Progress	4	33.66	6.56
(c) Investment Property	5	541.98	543.07
(d) Intangible Assets	6	8.27	8.90
(e) Intangible Assets under Development	6	-	-
(f) Right-of-use Assets	7	6.28	6.59
(g) Financial Assets	8		
(i) Investments	8.1	2,444.31	2,275.88
(ii) Loans	8.2	246.16	279.10
(iii) Other Financial Assets	8.3	36.69	39.38
(h) Deferred Tax Assets (Net)	9	141.15	123.33
(i) Other Non-Current Assets	10	273.62	347.87
<b>Total Non-Current Assets</b>		<b>3,941.34</b>	<b>3,815.90</b>
<b>2 Current Assets</b>			
(a) Inventories	11	90.51	42.64
(b) Financial Assets	12		
(i) Investments	12.1	410.70	563.51
(ii) Trade Receivables	12.2	1,649.31	946.46
(iii) Cash and Cash Equivalents	12.3	1,977.85	1,828.88
(iv) Other Bank Balances	12.4	2,146.06	2,600.25
(v) Loans	12.5	27.54	35.80
(vi) Other Financial Assets	12.6	2,152.70	1,837.27
(c) Current Tax Assets (Net)	13	89.09	50.47
(d) Other Current Assets	14	2,015.84	2,362.96
		<b>10,559.60</b>	<b>10,268.24</b>
<b>Assets held for Sale</b>	15	-	-
<b>Total Current Assets</b>		<b>10,559.60</b>	<b>10,268.24</b>
<b>Total Assets</b>		<b>14,500.94</b>	<b>14,084.13</b>
<b>II. EQUITY AND LIABILITIES</b>			
<b>1 Equity</b>			
(a) Equity Share Capital	16	188.10	188.10
(b) Other Equity	17	6,049.33	5,583.66
<b>Total Equity</b>		<b>6,237.43</b>	<b>5,771.76</b>



# STANDALONE BALANCE SHEET

For The Year Ended 31<sup>st</sup> March 2025

(₹ in crore)

Particulars	Note No.	As at 31st March 2025	As at 31st March 2024
<b>2 Liabilities</b>			
<b>(i) Non-Current Liabilities</b>			
(a) Financial Liabilities	18		
(i) Lease Liabilities	18.1	2.51	2.52
(ii) Trade Payables	18.2		
- Total Outstanding Dues of Micro Enterprises and Small Enterprises		-	-
- Total Outstanding Dues of Creditors Other than of Micro Enterprises and Small Enterprises		-	-
(iii) Other Financial Liabilities	18.3	561.49	758.29
(b) Provisions	19	204.78	142.37
(c) Other Non-Current Liabilities	20	862.39	940.48
<b>Total Non-Current Liabilities</b>		<b>1,631.17</b>	<b>1,843.66</b>
<b>(ii) Current Liabilities</b>			
(a) Financial Liabilities	21		
(i) Lease Liabilities	21.1	0.88	0.72
(ii) Trade Payables	21.2		
- Total Outstanding Dues of Micro Enterprises and Small Enterprises		33.71	3.73
- Total Outstanding Dues of Creditors Other than of Micro Enterprises and Small Enterprises		1,191.18	850.64
(iii) Other Financial Liabilities	21.3	2,737.21	2,792.81
(b) Other current liabilities	22	2,396.69	2,500.76
(c) Provisions	19	264.17	261.20
(d) Current Tax liability (Net)	23	8.50	58.85
<b>Total Current Liabilities</b>		<b>6,632.34</b>	<b>6,468.71</b>
<b>Total Equity and Liabilities</b>		<b>14,500.94</b>	<b>14,084.13</b>
III. Summary of Material Accounting Policies Information	2		
IV. Notes forming part of Financial Statements	1 – 48		

As per our Report of even date attached

For and on behalf of Board of Directors

**For Ramesh C Agrawal and Company**

Chartered Accountants

FRN : 001770C

Sd/-

**Monika Agrawal**

Partner

M. No. 093769

Place : New Delhi

Date : 21st May, 2025

Sd/-

**Ragini Advani**

Director (Finance)

DIN-09575213

Sd/-

**Alin Roy Choudhury**

Chief Financial Officer

Sd/-

**Hari Mohan Gupta**

Chairman & Managing Director

and CEO

DIN-08453476

Sd/-

**Pratibha Aggarwal**

Company Secretary

FCS No. 8874

## STANDALONE STATEMENT OF PROFIT AND LOSS

For The Year Ended 31<sup>st</sup> March 2025

(₹ in crore)

Particulars	Note No.	For the year ended 31st March 2025	For the year ended 31st March 2024
<b>I. Revenue :</b>			
Revenue from operations	24	10,193.14	11,950.40
<b>II. Other income</b>	25	484.31	437.45
<b>III. Total Income (I + II)</b>		<b>10,677.45</b>	<b>12,387.85</b>
<b>IV. Expenses:</b>			
Materials and stores consumed	26 (i)	663.39	531.55
(Increase) / Decrease in WIP	26 (ii)	–	49.76
Project Expenses	26 (iii)	8,731.99	10,217.32
Employee Benefits Expenses	27	256.24	307.09
Finance Costs	28	7.41	9.61
Depreciation, Amortisation and Impairment	29	38.25	36.21
Other Expenses	26 (iii)	62.36	80.77
<b>Total Expenses (IV)</b>		<b>9,759.64</b>	<b>11,232.31</b>
<b>V. Profit Before exceptional items and Tax (III – IV)</b>		917.81	1,155.54
<b>VI. Exceptional items</b>		–	–
<b>VII. Profit before tax (V + VI)</b>		917.81	1,155.54
<b>VIII. Tax expenses:</b>			
(1) Current tax	9		
– For the Period		222.35	298.77
– For earlier years (net)		(24.32)	2.60
(2) Deferred tax (net)		(17.81)	(8.73)
<b>Total Tax Expense</b>		<b>180.22</b>	<b>292.64</b>
<b>IX Profit for the year from continuing operation (VII – VIII)</b>		<b>737.59</b>	<b>862.90</b>
<b>X Other Comprehensive Income</b>	30		
A. (i) Items that will not be reclassified to profit or loss		0.09	1.77
(ii) Income Tax relating to Items that will not be reclassified to profit or loss		(0.02)	(0.45)
B. (i) Items that will be reclassified to profit or loss		7.31	(2.44)
(ii) Income Tax relating to Items that will be reclassified to profit or loss		(1.84)	0.61
		<b>5.54</b>	<b>(0.51)</b>
<b>XI Total Comprehensive Income for the year (IX +X) (Comprising profit/(loss) and other comprehensive income for the year, net of tax)</b>		<b>743.13</b>	<b>862.39</b>
<b>XII Earnings Per Equity Share: (For Continuing Operation)</b>			
(1) Basic (in ₹ )	35	7.84	9.17
(2) Diluted (in ₹ )		7.84	9.17
Face Value Per Equity Share (in ₹ )		2.00	2.00
<b>XIII Summary of Material Accounting Policies Information</b>	2		
<b>XIV Notes forming part of financial statements</b>	1 – 48		

As per our Report of even date attached

For Ramesh C Agrawal and Company

Chartered Accountants

FRN : 001770C

Sd/-

Monika Agrawal

Partner

M. No. 093769

Place : New Delhi

Date : 21st May, 2025

For and on behalf of Board of Directors

Sd/-

Ragini Advani

Director (Finance)

DIN-09575213

Sd/-

Alin Roy Choudhury

Chief Financial Officer

Sd/-

Hari Mohan Gupta

Chairman & Managing Director

and CEO

DIN-08453476

Sd/-

Pratibha Aggarwal

Company Secretary

FCS No. 8874

## STANDALONE STATEMENT OF CASH FLOWS

For The Year Ended 31<sup>st</sup> March 2025

(₹ in crore)

Particulars		For the Period ended 31 st March, 2025	For the Period ended 31st March, 2024
<b>CASH FLOW FROM OPERATING ACTIVITIES</b>			
<b>Profit Before Tax</b>		<b>917.81</b>	<b>1,155.54</b>
<b>Adjustment for :</b>			
Interest on Unwinding of Financial Instruments (Net)		(16.26)	(16.31)
Amortisation of Financial Instruments (Net)		(0.37)	(0.02)
Depreciation, Amortization and Impairment		38.25	36.21
Profit on Sale of Assets (Net)		(0.04)	(0.37)
Profit on Sale of Mutual Funds		(49.25)	(27.64)
Finance Cost		5.70	8.57
Gain/Loss on Changes of Fair Value of Mutual Funds		(1.01)	(2.71)
Interest Income		(263.38)	(231.20)
Dividend Received from Subsidiary & Joint Venture Company		(111.33)	(72.00)
Reclassification of Exchange Gain/Loss to Profit and Loss		-	13.04
Effect of Exchange Differences on Translation of Foreign Currency Cash & Cash Equivalents		(21.66)	14.42
<b>Operating Profit Before Current /Non - Current Assets and Liabilities</b>	<b>(1)</b>	<b>498.46</b>	<b>877.53</b>
<b>Adjustment for :</b>			
Decrease / (Increase) in Trade Receivables		(702.85)	(77.73)
Decrease / (Increase) in Inventories		(47.88)	40.11
Decrease / (Increase) in Loans, Other Financial Assets & Other Assets		101.90	(163.99)
(Decrease) / Increase in Trade Payables		370.52	42.95
(Decrease) / Increase in Other Liabilities, Financial Liabilities & Provisions		(391.49)	(14.92)
	<b>(2)</b>	<b>(669.80)</b>	<b>(173.58)</b>
<b>Cash Generated from Operations</b>	<b>(1+2)</b>	<b>(171.34)</b>	<b>703.95</b>
Income Tax Paid		(270.25)	(419.37)
<b>NET CASH FROM OPERATING ACTIVITIES</b>	<b>(A)</b>	<b>(441.59)</b>	<b>284.58</b>
<b>CASH FLOW FROM INVESTING ACTIVITIES</b>			
Purchase of Property, Plant and Equipment including CWIP		(71.30)	(33.92)
Acquisition of Intangible Assets and Intangible Assets under Development		(3.71)	(0.85)
Purchase / Proceeds of Investment Property		(11.28)	(2.58)
Sale of Property, Plant and Equipments & Intangible Assets		0.96	0.86
Sale of Mutual Funds		10,631.21	7,975.66
Purchase of Mutual Fund		(10,304.45)	(8,507.31)
Purchase of Government Security		-	(1.51)
Sale of Government Security		1.51	-
Loan to Subsidiaries		(16.63)	-
Repayment of Loan from Subsidiaries and JVs		74.58	52.24
Interest Received		275.85	220.05
Dividend Received from Subsidiary and Joint Venture Company		111.33	72.00
Investment in Subsidiaries & Joint Ventures		(293.57)	(242.39)
Redemption of Bonds		-	100.00
Bank Balance Other than Cash and Cash Equivalents		454.20	42.14
<b>NET CASH FROM INVESTING ACTIVITIES</b>	<b>(B)</b>	<b>848.70</b>	<b>(325.61)</b>
<b>CASH FLOW FROM FINANCING ACTIVITIES</b>			
Payment of Lease Liabilities		(1.00)	(0.87)
Finance Cost Paid		(1.34)	(1.06)
Final Dividend paid		(122.27)	(112.86)
Interim Dividend paid		(155.19)	(169.29)
<b>NET CASH FROM FINANCING ACTIVITIES</b>	<b>(C)</b>	<b>(279.80)</b>	<b>(284.08)</b>

## STANDALONE STATEMENT OF CASH FLOWS

For The Year Ended 31<sup>st</sup> March 2025

(₹ in crore)

Particulars		For the Period ended 31 st March, 2025	For the Period ended 31st March, 2024
Effect of Exchange Differences on Translation of Foreign Currency Cash & Cash Equivalents	(D)	21.66	(14.42)
<b>NET INCREASE IN CASH &amp; CASH EQUIVALENTS</b>	<b>(A+B +C+D)</b>	<b>148.97</b>	<b>(339.53)</b>
<b>CASH AND CASH EQUIVALENTS (OPENING) (Refer Note 2, 5)</b>	<b>(E)</b>	<b>1,828.88</b>	<b>2,168.41</b>
<b>CASH AND CASH EQUIVALENTS (CLOSING) (Refer Note 2, 5)</b>	<b>(F)</b>	<b>1,977.85</b>	<b>1,828.88</b>
<b>NET INCREASE / (DECREASE) IN CASH &amp; CASH EQUIVALENTS</b>	<b>(F – E)</b>	<b>148.97</b>	<b>(339.53)</b>

Note :

- The above Cash flow Statement has been prepared under the "Indirect Method" as set out in the Indian Accounting Standard (Ind AS) – 7 on Statement of Cash Flows.
- Reconciliation of Cash and Cash Equivalents and Components of Cash and Cash Equivalents included in the above Standalone Statement of Cash Flows :

(₹ in crore)

Particulars	As at 31st March 2025	As at 31st March 2024
Cash in hand	0.05	0.05
Remittance in Transit	–	–
Balances with banks:		
– On current accounts	592.75	567.56
– Flexi Accounts	212.41	376.80
– Deposits with original maturity of less than 3 months	1,172.64	884.47
<b>Total Cash and Cash Equivalents as per Balance Sheet and Standalone Statement of Cash Flows</b>	<b>1,977.85</b>	<b>1,828.88</b>

- Reconciliation between the Opening and Closing Balances in the Balance Sheet for Liabilities arising from Financing Activities:

(₹ in crore)

Particulars	Lease Liabilities
<b>As at 1st April, 2023</b>	<b>0.51</b>
(a) Cash Flows during the year	(0.87)
(b) Non Cash Changes due to :	
– Addition to Lease Liability	3.32
– Interest cost on Lease Liabilities	0.28
<b>As at 31st March, 2024</b>	<b>3.24</b>
(a) Cash Flows during the year	(1.00)
(b) Non Cash Changes due to :	
– Addition to Lease Liability	0.88
– Interest cost on Lease Liabilities	0.27
<b>As at 31st March, 2025</b>	<b>3.39</b>

- Previous year's figures have been regrouped / reclassified and restated wherever applicable.
- Earmarked and restricted balances are mentioned in Note 12.3 and 12.4.
- Figures in brackets represent outflow of cash.

**As per our Report of even date attached**

**For Ramesh C Agrawal and Company**

Chartered Accountants

FRN : 001770C

Sd/-

**Monika Agrawal**

Partner

M. No. 093769

Place : New Delhi

Date : 21st May, 2025

**For and on behalf of Board of Directors**

Sd/-

**Ragini Advani**

Director (Finance)

DIN-09575213

Sd/-

**Alin Roy Choudhury**

Chief Financial Officer

Sd/-

**Hari Mohan Gupta**

Chairman & Managing Director  
and CEO

DIN-08453476

Sd/-

**Pratibha Aggarwal**

Company Secretary

FCS No. 8874



# STANDALONE STATEMENT OF CHANGES IN EQUITY

For The Year Ended 31<sup>st</sup> March 2025

## A. Equity Share Capital

For the year ended 31st March, 2025

(₹ in crore)

Particulars	Amount
Balance as at 1st April, 2023	188.10
Changes in equity share capital during the year	-
Balance as at 31st March, 2024	188.10
Changes in equity share capital during the year	-
Balance as at 31st March, 2025	188.10

## B. Other Equity

For the year ended 31st March, 2024

(₹ in crore)

Particulars	Reserves & Surplus			Other Comprehensive Income	Total
	General Reserves	Retained Earnings	Capital Redemption Reserve	Exchange differences on translating the financial statement of a foreign operation	
Balance as at 1st April, 2023	3,333.71	1,642.52	4.93	9.21	4,990.37
Profit for the year	-	862.90	-	-	862.90
Other Comprehensive Income					-
Remeasurement of Defined Benefit Plans	-	1.32	-	-	1.32
Foreign Exchange Translation Difference	-	-	-	(1.82)	(1.82)
Exchange loss reclassified to profit and loss	-	-	-	13.04	13.04
Total Comprehensive Income for the period	-	864.22	-	11.22	875.44
Dividend Paid	-	(282.15)	-	-	(282.15)
Balance as at 31st March, 2024	3,333.71	2,224.59	4.93	20.43	5,583.66

For the year ended 31st March, 2025

(₹ in crore)

Particulars	Reserves & Surplus			Other Comprehensive Income	Total
	General Reserves	Retained Earnings	Capital Redemption Reserve	Exchange differences on translating the financial statement of a foreign operation	
Balance as at 1st April, 2024	3,333.71	2,224.59	4.93	20.43	5,583.66
Profit for the year	-	737.59	-	-	737.59
Other Comprehensive Income					-
Remeasurement of Defined Benefit Plans	-	0.07	-	-	0.07
Foreign Exchange Translation Difference	-	-	-	5.47	5.47
Total Comprehensive Income for the period	-	737.66	-	5.47	743.13
Dividend Paid	-	(277.46)	-	-	(277.46)
Balance as at 31st March, 2025	3,333.71	2,684.79	4.93	25.90	6,049.33

As per our Report of even date attached

For Ramesh C Agrawal and Company

Chartered Accountants

FRN : 001770C

Sd/-

**Monika Agrawal**

Partner

M. No. 093769

Place : New Delhi

Date : 21st May, 2025

For and on behalf of Board of Directors

Sd/-

**Ragini Advani**

Director (Finance)

DIN-09575213

Sd/-

**Alin Roy Choudhury**

Chief Financial Officer

Sd/-

**Hari Mohan Gupta**

Chairman & Managing Director  
and CEO

DIN-08453476

Sd/-

**Pratibha Aggarwal**

Company Secretary

FCS No. 8874

# NOTES TO STANDALONE FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

## 1. Corporate Information

Ircon International Limited is a public sector construction company, with emphasis on infrastructure projects, domiciled in India (CIN: L45203DL1976GOI008171) and is incorporated under the provisions of the Companies Act applicable in India with specialization in execution of Railway projects on turnkey basis and otherwise. After commencing business as a railway construction company, it diversified progressively to roads, buildings, electrical substation and distribution, airport construction, commercial complexes, as well as metro rail works. The Company caters to both domestic and international markets. The Company is an ISO certified Company for Quality, Environment and Occupational Health and Safety Management systems; a Schedule 'A' public sector company and a Nav Ratna company. The registered office of the Company is located at C-4, District Centre, Saket, New Delhi- 110017 and the shares of the Company are listed on National stock exchange and BSE.

The presentation and functional currency of the Company is Indian Rupees (INR). Figures in financial statements are presented in crore, by rounding off up to two decimals except for per share data and as otherwise stated.

The standalone financial statements are approved for issue by the Company's Board of Directors in their meeting held on 21<sup>st</sup> May 2025.

## 2. Material Accounting Policies Information

### 2.1 Basis of preparation

#### (i) Statement of compliance

The Standalone Financial Statements of the Company have been prepared on going concern basis following accrual system of accounting and in accordance with accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) notified under section 133 of the Companies Act, 2013 read together with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to the Companies Act, 2013, (Ind AS compliant Schedule III), as applicable to the standalone financial statements.

#### (ii) Basis of measurement

The Standalone Financial Statements have been prepared under the historical cost convention,

except for the following assets and liabilities which have been measured at fair value:

- Provisions, where the effect of time value of money is material are measured at present value
- Certain financial assets and liabilities measured at fair value
- Defined benefit plans and other long-term employee benefits

### 2.2 Summary of material accounting policies Information

A summary of the material accounting policies applied in the preparation of the financial statements are as given below. These accounting policies have been applied consistently to all periods presented in the financial statements.

#### 2.2.1 Current vs non-current classification

Based on the time involved between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Company has determined twelve months as its operating cycle for the purpose of classification of its assets and liabilities as current and non-current in the balance sheet.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

#### 2.2.2 Property, plant and equipment

Property, plant and equipment are initially stated at their cost.

The cost of an item of property, plant and equipment includes:

- a) its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates;
- b) Cost directly attributable to the acquisition of the asset which incurred in bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.
- c) Incidental expenditure during the construction period is capitalised as part of the indirect construction cost to the extent the expenditure is directly related to construction or is incidental there to.
- d) Present value of the estimated costs of dismantling & removing the items & restoring the site to the original condition on which it is located if recognition criteria are met.

Freehold land is carried at historical cost.

Property, plant and equipment are subsequently

## NOTES TO STANDALONE FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

measured at cost net of accumulated depreciation and accumulated impairment losses, if any. Subsequent costs are included in the assets carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Company and the cost of the item can be measured reliably. Cost of replacement, major inspection, repair of significant parts for long-term construction projects are capitalised if the recognition criteria are met.

Depreciation is calculated on cost of items of property, plant and equipment less their estimated residual values and is charged to the Statement of Profit and Loss. Depreciation on property, plant and equipment, excluding freehold land and leasehold land acquired on perpetual lease is provided on straight line basis over the estimated useful lives of the assets as specified under part C of schedule II of the Companies act, 2013. However, in case of certain class of assets, the Company uses different useful life than those prescribed in Schedule II of the Companies Act, 2013. The useful life has been assessed based on technical evaluation, taking into account the nature of those classes of assets, the estimated usage of the asset on the basis of the management's best estimation of getting economic benefits from the asset. The estimated useful life as per the technical evaluation viz-a-viz Schedule II of the Companies Act, 2013 has been disclosed in the notes to accounts. The residual values is not more than 5% of the original cost of assets.

Each part of an item of Property, plant and equipment is depreciated separately if the cost of part is significant in relation to the total cost of the item and useful life of that part is different from the useful life of remaining asset.

Property plant and equipment acquired during the period, individually costing up to ₹5000/- are fully depreciated, by keeping Re. 1 as token value for identification. However, Mobile phones provided to employees are charged to statement of profit and loss irrespective of its value.

Depreciation methods, useful lives and residual values are reviewed at each financial year-end.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in statement of profit and loss within other gains/(losses).

#### 2.2.3 Capital work in progress

Property, plant and equipment that are not yet ready for their intended use on the reporting date

are disclosed as "capital work in progress". Capital work in progress is carried at cost less accumulated impairment loss, if any. The cost comprises of direct cost and related incidental expenses.

#### 2.2.4 Investment properties

Investment property comprises of completed property, property under construction and property held under a lease. Investment properties are measured initially at cost, including transaction costs. Subsequently investment properties are stated at cost less accumulated depreciation and accumulated impairment loss, if any. Subsequent cost is added if recognition criteria is met.

The Company depreciates building component of investment property on straight line basis over 60 years from the date of original purchase/ completion of construction. Leasehold land acquired on perpetual lease is not amortised. Depreciation methods and useful lives are reviewed at each financial year end.

Though the Company measures investment property using cost-based measurement, the fair value of investment property is disclosed in the notes. Fair value determined based on an annual evaluation performed by an accredited external independent valuer applying valuation model acceptable internationally.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in statement of profit and loss within other gains/(losses).

#### 2.2.5 Intangible assets

Intangible assets are initially measured at cost. Intangible assets not ready for the intended use on the date of the Balance Sheet are disclosed as "Intangible assets under development".

Subsequently, intangible assets are carried at cost less accumulated amortisation and accumulated impairment losses, if any. Software cost up to ₹1 Lakh in each case is fully amortised in the period of purchase, by keeping ₹1 as token value for identification.

The cost of capitalised software is amortised over a period 36 months from the date of its acquisition. The residual values is not more than 5% of the original cost of assets.

Amortisation methods and useful lives are reviewed at each financial year end.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in statement of profit and loss within other gains/(losses).

## NOTES TO STANDALONE FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

#### 2.2.6 Impairment of non-financial assets

At each reporting date, the Company reviews the carrying amounts of its non-financial assets to determine whether there is any indication of impairment. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any).

If such assets are considered to be impaired, the impairment to be recognised in the Statement of Profit and Loss is measured by the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset.

#### 2.2.7 Investment in equity instruments of subsidiaries and joint ventures

Investment in equity instruments of subsidiaries and joint ventures are stated at cost as per Ind AS 27 'Separate Financial Statements'. Where the carrying amount of an investment is greater than its estimated recoverable amount, it is assessed for recoverability and in case of permanent diminution provision for impairment is recorded in statement of Profit and Loss. On disposal of investment, the difference between the net disposal proceeds and the carrying amount of investments is recognised to the statement of profit and loss.

#### Interests in joint operations

The Company as a joint operator recognises in relation to its interest in a joint operation, its share in the assets/liabilities held/ incurred jointly with the other parties of the joint arrangement. Revenue is recognised for its share of revenue from the sale of output by the joint operation. Expenses are recognised for its share of expenses incurred jointly with other parties as part of the joint arrangement.

#### 2.2.8 Inventories

Inventories are valued at the lower of cost and net realisable value. Cost is determined on First in First out (FIFO) basis.

Construction costs incurred for future contract activities are recognised as assets if it is probable that they will be recovered during the contract period and classified as construction work-in-progress under inventories.

Loose tools are expensed in the period of purchase.

#### 2.2.9 Revenue recognition

The Company operates in construction industry and it earns revenue primarily from the Engineering, Procurement and Construction ('EPC') business. The contracts with the customers are of construction of railways, construction of roads & highways, construction of commercial and residential buildings,

electrification work and others. The type of work in these contracts involve geotechnical investigations, topographical surveys, resource-planning, preparation of DPR, construction, engineering, designing, supply of materials, redevelopment of system, installation, project management, operations and management etc. ("together called as construction related services"). The company provides these construction services on a fixed-sum turnkey basis as well as on cost plus basis.

Revenue from contract with customers is recognised when control of the goods or services ("performance obligation") are transferred to the customer at an amount that reflects the consideration to which the Company expects to be entitled in exchange for those goods or services ("transaction price").

#### a) Revenue from construction related services

The Company's contracts with the Customers for the construction related services are accounted for as a single performance obligation as contract is negotiated as a package with a single commercial objective and involves complex integration of construction and maintenance services.

Revenue is recognised over the time using input method (i.e. percentage-of-completion method) which is consistent with the transfer of control to the customer because there is a direct relationship between the Company's effort (i.e., cost incurred) and the transfer of service to the customer. Under input method, contract revenue is recognised as revenue by reference to the stage of completion as at the reporting date. The stage of completion is measured in terms of a proportion of actual cost incurred to-date, to the total estimated cost attributable to the performance obligation. Changes to total estimated contract costs, if any, are recognised in the period in which they are determined as assessed at the contract level. In cases where the input method does not reliably depicts the progress towards completion of performance obligation, then output method is used to recognise revenue.

Any expected losses on contracts in progress are charged to statement to profit & Loss, in total, in the period the losses are identified.

Revenue is measured at the transaction price that is allocated to the performance obligation and is adjusted for variable considerations. Variability in the transaction price arises primarily due to liquidated damages, price variation clauses, incentives, if any. The



## NOTES TO STANDALONE FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

Company recognises revenue for variable consideration when it is probable that a significant reversal in the amount cumulative revenue recognised will not occur. The company estimates the amount of revenue to be recognised on variable consideration using most likely amount method. Consequently, amounts allocated to a satisfied performance obligation are recognised as revenue, or as a reduction of revenue, in the period in which the transaction price changes.

The Company recognises asset from the costs incurred to fulfill the contract such as initial contract expenses on new projects for mobilisation which will be used in satisfying the contract and are expected to be recovered. The asset is amortised over the contract tenure on a systematic basis that is consistent with the transfer of control to the customer of the goods or services to which the asset relates i.e., stage of completion of the contract as at the end of reporting period. Site mobilisation expenditure to the extent not written off valued at cost.

Contract modifications are accounted for when additions, deletions or changes are approved either to the contract scope or contract price. The accounting for modifications of contracts involves assessing whether the services added to the existing contract are distinct and whether the pricing is at the standalone selling price. Services added that are not distinct are accounted for on a cumulative catch-up basis, while those that are distinct are accounted for prospectively, either as a separate contract, if additional services are priced at the standalone selling price, or as a termination of existing contract and creation of a new contract if not priced at the standalone selling price.

#### b) Contract balances

**Contract assets:** If the Company performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional. The portion of the payments retained by the customer until final contract settlement is not considered a significant financing component since it is usually intended to provide customer with a form of security for Company's remaining performance as specified under the contract, which is consistent with the industry practice.

**Trade receivables:** A receivable represents the Company's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Trade receivables are recognised initially at the transaction price as they do not contain significant financing components. The Company hold the trade receivable with the objective of collecting the contractual cash flows and therefore measure them subsequently at amortised cost using the effective interest rate method less loss allowance, if any.

**Contract liabilities:** If a customer pays consideration before the Company transfers goods or services to the customer, a contract liability is recognised when the payment is made, or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Company performs under the contract.

#### c) Other operating income

- The Rental income of the Company mainly arises from leasing of machinery, unutilised office space and investment properties. These rental incomes are accounted for on straight-line basis over the lease terms.
- Other operating income represents income earned from the activities incidental to business and is recognised when performance obligation is satisfied and right to receive the income is established as per terms of contract.

#### d) Other income

- Dividend income is recognised when the right to receive payment is established.
- Interest income is recognised using Effective Interest rate method.
- Miscellaneous income is recognised when performance obligation is satisfied and right to receive the income is established as per terms of contract.

#### 2.2.10 Borrowing cost

Borrowing costs consist of interest and other costs that the Company incurs in connection with the borrowing of funds and are charged to statement of profit and loss in the period in which they are incurred except when it meets the criteria for capitalisation as part of qualifying assets as per Ind AS 23.

#### 2.2.11 Taxes

Tax expense comprises current tax and deferred income tax.

## NOTES TO STANDALONE FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

#### a) Current Income Tax

Current tax is determined as the tax payable in respect of taxable income for the period and is computed in accordance with relevant tax regulations. Current income tax is recognised in statement of profit and loss except to the extent it relates to items recognised outside profit or loss in which case it is recognised either in other comprehensive income or in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Current tax assets and tax liabilities are offset where the entity has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

#### b) Deferred Tax

Deferred tax is provided for temporary taxable/deductible difference arising on the difference of tax base and accounting base of assets/liabilities using the liability method and are measured at the enacted tax rates or substantively enacted tax rates at reporting date.

Deferred tax is recognised in statement of profit and loss except to the extent it relates to items recognised outside profit or loss, in which case it is recognised (either in other comprehensive income or in equity).

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority.

#### 2.2.12 Foreign currencies

##### Functional and presentation currency

The functional currency and presentation currency of the Company is Indian Rupees.

#### Transactions and balances

Foreign currency transactions are recorded on initial recognition in the functional currency, by applying the exchange rate between the functional currency and the foreign currency at the date of the transaction.

Foreign currency monetary items outstanding at the reporting date are reported in the functional currency using the closing rate (Closing selling rates for liabilities and closing buying rate for assets). Non-monetary items denominated in a foreign currency which are carried at historical cost are not retranslated and are reported using the exchange rate at the date of the transaction.

Exchange differences on monetary items are recognised in Statement of Profit and Loss in the period in which they arise and are presented on net basis.

#### Foreign Operations

Financial statements of foreign operations whose functional currency is different from Indian Rupees are translated into Indian Rupees as follows:

- assets and liabilities (both monetary and non-monetary) are translated at the closing rate at the date of Balance Sheet;
- income and expenses are translated at average exchange rate for the reporting period, unless exchange rate fluctuate significantly during the period, in which case, the exchange rates at the dates of transaction are used; and
- all resulting exchange differences are recognised in other comprehensive income and accumulated in equity as foreign currency translation reserve for subsequent reclassification to statement of profit and loss on disposal of such foreign operations.

#### 2.2.13 Employee benefit

##### a) Short-term employee benefits

Employee benefits such as wages and salaries, short term compensated absences, and Performance Related Pay (PRP) falling due wholly within twelve months of rendering the service are classified as short-term employee benefits and undiscounted amount of such benefits are expensed in the statement of profit and loss in the period in which the employee renders the related services.

##### b) Post-employment benefits

**Defined Contribution Plan:** The Company has defined contribution plans which include an employee pension scheme and a post-retirement medical benefit scheme.

## NOTES TO STANDALONE FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

The pension scheme was initially administered through a separate trust, Ircon Defined Contribution Superannuation Pension Scheme 2009 Trust, and has subsequently been transferred to the National Pension System (NPS).

The post-retirement medical benefit scheme is administered through a trust fund (Ircon Medical Trust) to which the Company contributes in accordance with the Department of Public Enterprises (DPE) guidelines.

The Contributions to these defined contribution plans are recognised as an expense in the statement of profit and loss in the period in which the contributions become due. The Company has no further payment obligations once the contributions are made to such Schemes/Trust.

**Defined Benefit Plan:** The Company's liability towards gratuity and provident fund are in the nature of defined benefit plans.

The gratuity is funded by the Company and is managed by a separate trust (Ircon Employees Group Gratuity Trust). The contributions to the gratuity trust for the period are recognised as expense and are charged to statement of profit and loss. The Company pays fixed contribution to the recognised provident fund at predetermined rates to a separate trust (Ircon Contributory Provident Fund Trust), which invests the funds in permitted securities. The contributions to the fund for the period are recognised as expense and are charged to statement of profit and loss. The obligation of the company is to make such fixed contributions and to ensure a minimum rate of return to the members as specified by the Government of India.

The Company's net obligation in respect of defined benefit plans is measured separately for each plan at the present value of the estimated future cash flows using a discount rate based on the market yield on government securities of a maturity period equivalent to the weighted average maturity profile of the defined benefit obligations at each reporting date. The fair value of the plan assets is reduced from the gross obligation under the defined benefit plans to recognise the obligation on a net basis.

The calculation is performed by an independent actuary using the projected unit credit method and provided for if the circumstances indicate

that the Trusts may not be able to generate adequate returns to cover the interest rates notified by the Government.

Re-measurement, comprising actuarial gains and losses, the return on plan assets (excluding amounts included in net interest on the net defined benefit liability or asset) is recognised in other comprehensive income and is reflected in retained earnings and the same is not eligible to be reclassified to statement of profit and loss.

#### c) Other long-term employee benefits

The Company treats leave encashment expected to be carried forward beyond twelve months and leave travel concession as long-term employee benefit for measurement purposes. The obligation recognised in respect of these long-term benefits is measured at present value of the obligation based on actuarial valuation using the projected unit credit method.

Long term employee benefit costs comprising current service cost, interest cost and gains or losses on curtailments and settlements, re-measurements including actuarial gains and losses are recognised in the statement of profit and loss as employee benefit expenses.

#### 2.2.14 Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes unrestricted cash and short-term deposits with original maturities of three months and less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of change in value.

#### 2.2.15 Dividend

Annual Dividend distribution to the Company's equity shareholders is recognised as liability in the period in which dividend is approved by the shareholders. Any interim dividend is recognised as liability on approval by the Board of Directors. Dividend payable is recognised directly in equity.

#### 2.2.16 Provisions, contingent assets and contingent liabilities

##### Provisions

Provisions are recognised when the Company has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

## NOTES TO STANDALONE FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

Provisions recognised by the Company include provisions for Maintenance, Demobilisation, Legal Cases, Corporate Social Responsibility (CSR), Onerous Contracts and others.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

These provisions are reviewed at each reporting date and adjusted to reflect the current best estimates.

#### Onerous contracts

If the Company has a contract that is onerous, the present obligation under the contract is recognised and measured as a provision. However, before a separate provision for an onerous contract is established, the Company recognises any impairment loss that has occurred on assets dedicated to that contract.

These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

#### Contingent liabilities

Contingent liabilities are disclosed when there is a possible obligation or present obligations that may but probably will not, require an outflow of resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is possible obligation or a present obligation in respect of which likelihood of outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

#### Contingent assets

Contingent assets are not recognised though are disclosed, where an inflow of economic benefits is probable.

### 2.2.17 Leases

If the contract conveys the right to control the use of an identified asset for a period in exchange for consideration, it is treated as lease.

#### a) Company as a lessee

The Company recognises a right-of-use asset and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and leases for low value underlying assets.

#### i) Right-of-use assets

The Company recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any re-measurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets.

If ownership of the leased asset transfers to the Company at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

The right-of-use assets are also subject to impairment.

#### ii) Lease liabilities

At the commencement date of the lease, the Company recognises lease liabilities measured at the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees.

In calculating the present value of lease payments, the Company uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is re-measured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

The Company's lease liabilities are included in financial liabilities.



## NOTES TO STANDALONE FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

### iii) Short term lease and leases of low value assets

The Company applies the short-term lease recognition exemption to its short-term leases contracts including lease of residential premises and offices (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

### b) Company as a lessor

Leases in which the Company does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms and is included in revenue in the statement of profit or loss due to its operating nature. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income.

### 2.2.18 Financial instruments

The Company recognises financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument.

#### a) Financial assets

##### Initial recognition and measurement

All financial assets (excluding trade receivables which do not contain a significant financing component, being measured at transaction price) are recognised initially at fair value plus transaction costs that are directly attributable to the acquisition of financial asset. Transaction costs directly attributable to the acquisition of financial assets carried at fair value through profit or loss (FVTPL) are expensed in statement of profit and loss.

##### Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in below categories based on the Company's business model and the cash flow characteristics of the asset:

- **Financial assets at amortised cost**

After initial measurement, the financial assets

that are held for collection of contractual cash flows where those cash flow represent solely payments of principal and interest (SPPI) on the principal amount outstanding are measured at amortised cost using the effective interest rate (EIR) method. Interest income from these financial assets is included in other income.

- **Financial assets at fair value through other comprehensive income (FVTOCI):**

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cashflows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cashflows that are solely payments of principal and interest on the principal amount outstanding.

- **Financial assets at fair value through profit or loss (FVTPL):**

Assets that do not meet the criteria for amortised cost or FVTOCI are measured at fair value through profit or loss (FVTPL). Debt instruments included within the FVTPL category are measured at fair value with all changes recognised in the statement of profit and loss.

##### Impairment of financial assets

The Company applies the expected credit loss (ECL) model for recognising impairment loss on financial assets measured at amortised cost or financial assets measured at FVTOCI.

The Company follows 'simplified approach' for recognition of impairment loss allowance on:

- Trade receivables or contract revenue receivables; and
- All lease receivables resulting from transactions within the scope of Ind AS 116

Under simplified approach, impairment loss allowance is recognised based on lifetime ECLs at each reporting date.

For recognition of impairment loss on other financial assets and risk exposure, the Company determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss.

Lifetime ECL are the expected credit losses resulting from all possible default events over

## NOTES TO STANDALONE FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

the expected life of a financial asset. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

ECL impairment loss allowance (or reversal) recognised during the period is recognised as income/ expense in the statement of profit and loss.

The balance sheet presentation of impairment for various financial instruments is described below:

- Financial assets measured as at amortised cost, contractual revenue receivables and lease receivables: ECL is presented as an allowance. The impairment allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Company does not reduce impairment allowance from the gross carrying amount.
- Loan commitments and financial guarantee contracts: ECL is presented as a provision in the balance sheet i.e., as a liability.
- Debt instruments measured at FVTOCI: For debt instruments measured at FVTOCI, the expected credit losses do not reduce the carrying amount in the balance sheet, which remains at fair value. Instead, an amount equal to the allowance is recognised in other comprehensive income as the 'accumulated impairment amount'.

#### **Derecognition of financial assets**

The Company derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109.

The difference between the carrying amount and the amount of consideration received / receivable is recognised in the statement of profit and loss.

#### **b) Financial liabilities**

##### **Initial recognition and measurement**

All financial liabilities are recognised initially at fair value and, in the case of borrowings and payables, net of directly attributable transaction costs.

The Company's financial liabilities includes trade payables, borrowings and other financial liabilities etc.

#### **Subsequent measurement**

The measurement of financial liabilities depends on their classification, as described below:

##### **• Financial liabilities at fair value through profit or loss.**

The company has not designated any financial liabilities at FVTPL.

##### **• Financial liabilities at amortised cost**

##### **Borrowings, trade payables and other financial liabilities**

After initial recognition, borrowings, trade payables and other financial liabilities are subsequently measured at amortised cost using the EIR method. Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

##### **Derecognition of financial liabilities**

A financial liability (or a part of a financial liability) is derecognised from the Company's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires. The difference in the respective carrying amounts is recognised in the statement of profit and loss.

#### **c) Financial guarantee contracts**

Financial guarantee contracts issued by the Company are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognised initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less cumulative amortisation.

#### **d) Offsetting of financial instruments**

Financial assets and financial liabilities are offset, and the net amount is reported in the balance sheet if there is a currently enforceable contractual legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

## NOTES TO STANDALONE FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

#### 2.2.19 Fair value measurement

The Company measures financial instruments at fair value at each reporting period.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy and are disclosed accordingly in the financial statements.

External valuers are involved for valuation of significant assets and liabilities, if any. At each reporting date, the Company analyses the movements in the values of assets and liabilities which are required to be remeasured or re-assessed as per the Company's accounting policies.

#### 2.2.20 Earnings per Share

In determining basic earnings per share, the company considers the net profit attributable to equity shareholders. The number of shares used in computing basic earnings per share is the weighted average number of shares outstanding during the period.

In determining diluted earnings per share, the net profit attributable to equity shareholders and weighted average number of shares outstanding during the period are adjusted for the effect of all dilutive potential equity shares. The Company does not have any dilutive potential equity shares.

#### 2.2.21 Non – current asset held for sale

Non-current assets (or disposal groups) are classified as assets held for sale when their carrying amount is to be recovered principally through a sale transaction and a sale is considered highly probable. The sale is considered highly probable only when the asset or disposal group is available for immediate sale in its present condition, it is unlikely that the sale will be withdrawn, and sale is expected within one year from the date of the classification. Disposal groups classified as held for sale are stated at the lower of carrying amount and fair value less costs to sell. Property, plant and equipment, investment property and intangible assets are not depreciated or amortised once classified as held for sale. Assets classified as held for sale/distribution are presented separately in the balance sheet.

If the criteria stated by IND AS 105 "Non-current Assets Held for Sale" are no longer met, the

disposal group ceases to be classified as held for sale. Non-current asset that ceases to be classified as held for sale are measured at the lower of (i) its carrying amount before the asset was classified as held for sale, adjusted for depreciation that would have been recognised had that asset not been classified as held for sale, and (ii) its recoverable amount at the date when the disposal group ceases to be classified as held for sale. The depreciation reversal adjustment related property, plant and equipment, investment property and intangible assets is charged to statement of profit and loss in the period when non-current assets held for sale criteria are no longer met.

#### 2.2.22 Prior Period Adjustment

Errors/omissions discovered in the current year relating to prior periods are treated as immaterial and adjusted during the current year, if all such errors and omissions in aggregate does not exceed 0.50% of total operating revenue as per last audited financial statement of the Company.

#### 2.2.23 Significant accounting estimates and judgments

The preparation of Standalone Financial Statements requires the management to make judgements, accounting estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the accompanying disclosures, and the disclosure of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

This policy provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed.

Significant areas of estimation and judgements as stated in the respective accounting policies that have the most significant effect on the financial statements are as follows:

##### Allowances for uncollected trade receivables

Trade receivables do not carry interest and are stated at their nominal values as reduced by appropriate allowances for estimated irrecoverable amount are based on ageing of the receivables balances and historical experiences. Individual trade receivables are written off when management deems not be collectible.

##### Defined benefit plans

The costs of post-retirement benefit obligation are determined using actuarial valuations. An actuarial

## NOTES TO STANDALONE FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and future pension increases. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

#### Contingencies

In the normal course of business, contingent liabilities may arise from litigation and other claims against the Company. There are certain obligations which managements have concluded based on all available facts and circumstances are not probable of payment or difficult to quantify reliably and such obligations are treated as contingent liabilities and disclosed in notes.

#### Impairment of financial assets

The impairment provision for financial assets is based on assumptions about risk of default and expected loss rates. The company uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Company's past history, existing market conditions as well as forward looking estimates at the end of each reporting period.

#### Taxes

Uncertainties exist with respect to the interpretation of complex tax regulations, changes in tax laws, and the amount and timing of future taxable income. Given the nature of business differences arising between the actual results and the assumptions made, or future changes to such assumptions, could necessitate future adjustments to tax income and expense already recorded. The Company establishes provisions, based on reasonable estimates. The amount of such provisions is based on various factors, such as experience of previous tax audits and differing interpretations of tax regulations by the taxable entity and the responsible tax authority. Such differences of interpretation may arise on a wide variety of issues depending on the conditions prevailing in the respective domicile of the companies.

Deferred tax assets are recognised for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

#### Impairment of non-financial assets

The entity assesses at each reporting date whether there is an indication that an asset may be impaired. Determining the recoverable amount of the assets is judgmental and involves the use of significant estimates and assumptions. The estimates are based upon assumptions believed to be reasonable, but which are inherently uncertain and unpredictable and do not reflect unanticipated events and circumstances that may occur.

#### Non-current asset held for sale

Non-current assets (or disposal groups) are classified as assets held for sale when their carrying amount is to be recovered principally through a sale transaction and a sale is considered highly probable. The sale is considered highly probable only when the asset or disposal group is available for immediate sale in its present condition, it is unlikely that the sale will be withdrawn, and sale is expected within one year from the date of the classification.

#### Leases - Estimating the incremental borrowing rate

The Company cannot readily determine the interest rate implicit in the lease, therefore, it uses its incremental borrowing rate (IBR) to measure lease liabilities. The IBR is the rate of interest that the Company would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment.

#### Determining the lease term of contracts with renewal and termination options - Company as lessee

The Company determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

The Company applies judgement in evaluating whether it is reasonably certain whether or not to exercise the option to renew or terminate the lease. After the commencement date, the Company reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to renew or to terminate (e.g., construction of significant leasehold improvements or significant customisation to the leased asset).



## NOTES TO STANDALONE FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

### Revenue recognition

The Company's revenue recognition policy is central to how the Company values the work it has carried out in each financial year.

These policies require forecasts to be made of the outcomes of Contracts, which require, assessments and judgements to be made on changes in scope of work and claims and variations.

There are several long term and complex projects where the Company has incorporated significant judgements over contractual entitlements. The range of potential outcomes could result in a

materially positive or negative change to underlying profitability and cash flow.

Estimates are also required with respect to the below mentioned aspects of the contract:

- Determination of stage of completion
- Estimation of project completion date
- Provisions for foreseeable losses
- Estimated total revenues and estimated total costs to completion, including claims and variations.

These are reviewed at each reporting date and adjust to reflect the current best estimates.

### 3. Property, Plant and Equipment

(₹ in crore)

Particulars	Freehold Land	Freehold Buildings/Flats-Residential	Freehold Buildings/Flats-Non-Residential	Plant & Machinery	Survey Instruments	Computers	Office Equipments (i)	Furniture & Fixtures (ii)	Caravans, Camps and Temporary Sheds	Vehicles	Total
<b>Gross Carrying Amount (At Cost)</b>											
<b>As at 1st April, 2023</b>	<b>42.69</b>	<b>6.55</b>	<b>44.10</b>	<b>184.17</b>	<b>3.01</b>	<b>7.98</b>	<b>5.45</b>	<b>6.60</b>	<b>3.12</b>	<b>3.44</b>	<b>307.11</b>
Additions	-	-	-	23.62	0.97	0.97	0.40	1.08	0.32	-	27.36
Disposals/Adjustments	-	-	-	(2.18)	(0.02)	(0.39)	(0.04)	(0.06)	-	-	(2.69)
Transfer from Asset held for sale (iv)	-	-	-	-	-	-	-	-	-	-	-
Exchange Gain / (Loss) (iii)	-	-	(0.49)	(0.22)	0.01	-	0.01	-	0.01	0.02	(0.66)
<b>As at 31st March, 2024</b>	<b>42.69</b>	<b>6.55</b>	<b>43.61</b>	<b>205.39</b>	<b>3.97</b>	<b>8.56</b>	<b>5.82</b>	<b>7.62</b>	<b>3.45</b>	<b>3.46</b>	<b>331.12</b>
Additions (v)	-	-	8.77	27.74	-	1.87	0.90	4.70	0.24	-	44.22
Disposals/Adjustments	-	-	-	(0.81)	(0.18)	(0.93)	(0.57)	(0.26)	-	-	(2.75)
Exchange Gain / (Loss) (iii)	-	-	0.81	2.13	0.02	0.03	0.03	0.03	0.02	0.10	3.17
<b>At 31st March, 2025</b>	<b>42.69</b>	<b>6.55</b>	<b>53.19</b>	<b>234.45</b>	<b>3.81</b>	<b>9.53</b>	<b>6.18</b>	<b>12.09</b>	<b>3.71</b>	<b>3.56</b>	<b>375.76</b>
<b>Depreciation and impairment</b>											
<b>As at 1st April, 2023</b>	<b>-</b>	<b>4.56</b>	<b>22.04</b>	<b>83.46</b>	<b>1.07</b>	<b>5.88</b>	<b>3.68</b>	<b>2.77</b>	<b>2.80</b>	<b>2.20</b>	<b>128.46</b>
Depreciation charge for the year	-	0.06	1.49	15.66	0.28	1.03	0.47	0.60	0.12	0.32	20.03
Disposals/Adjustments	-	-	-	(1.83)	(0.01)	(0.32)	(0.02)	(0.02)	-	-	(2.20)
Exchange Gain / (Loss) (iii)	-	-	(0.27)	(0.15)	-	-	0.01	-	0.01	0.02	(0.38)
<b>As at 31st March, 2024</b>	<b>-</b>	<b>4.62</b>	<b>23.26</b>	<b>97.14</b>	<b>1.34</b>	<b>6.59</b>	<b>4.14</b>	<b>3.35</b>	<b>2.93</b>	<b>2.54</b>	<b>145.91</b>
Depreciation charge for the year	-	0.05	1.55	15.35	0.34	1.05	0.48	1.00	0.19	0.33	20.34
Disposals/Adjustments	-	-	-	(0.20)	(0.15)	(0.85)	(0.51)	(0.13)	-	-	(1.84)
Exchange Gain / (Loss) (iii)	-	-	0.47	1.50	0.01	0.01	0.03	0.02	0.01	0.08	2.13
<b>At 31st March, 2025</b>	<b>-</b>	<b>4.67</b>	<b>25.28</b>	<b>113.79</b>	<b>1.54</b>	<b>6.80</b>	<b>4.14</b>	<b>4.24</b>	<b>3.13</b>	<b>2.95</b>	<b>166.54</b>
<b>Net book value</b>											
<b>At 31st March, 2025</b>	<b>42.69</b>	<b>1.88</b>	<b>27.91</b>	<b>120.66</b>	<b>2.27</b>	<b>2.73</b>	<b>2.04</b>	<b>7.85</b>	<b>0.58</b>	<b>0.61</b>	<b>209.22</b>
<b>At 31st March, 2024</b>	<b>42.69</b>	<b>1.93</b>	<b>20.35</b>	<b>108.25</b>	<b>2.63</b>	<b>1.97</b>	<b>1.68</b>	<b>4.27</b>	<b>0.52</b>	<b>0.92</b>	<b>185.21</b>

#### Foot Notes :

- Office Equipment includes Electrical Appliances and Air Conditioners.
- Furniture & Fixtures includes Furnishings.
- Carrying amount include foreign exchange gain/(loss) on account of Property, Plant & Equipment (PPE) translation from functional currency to presentation currency.
- Plant & Machinery – at Northern Region is transferred from assets held for sale to Property, Plant & Equipment (PPE).
- Freehold Buildings / Flats – Non-Residential and Plant & Machinery have been capitalised from Capital Work in Progress.
- Depreciation is provided based on useful life supported by the technical evaluation considering business specific usage, the consumption pattern of the assets and the past performance of similar assets.

## NOTES TO STANDALONE FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

Estimated useful life of assets are as follows:

Class of Assets	Useful lives as per Schedule II (in years)	Useful life adopted based on technical evaluation (in years)
Building/flats residential/non residential *	60	8-60
Plant and Machinery *	8-15	1-15
Survey instruments	10	10
Computers	3-6	3-6
Office Equipment's	5-10	5-10
Furniture and fixtures	10	10
Caravans, Camps and temporary shed	3-5	3-5
Vehicles	8-10	8-10

\* Each significant component of the asset has been considered for determination of useful life of the assets as per the technical evaluation.

(vii) Refer Note-2.2.2 for Material Accounting Policy information of Property, Plant and Equivalents (PPE).

#### 4. Capital Work in Progress

(₹ in crore)

Particulars	Amount
<b>As at 1st April 2023</b>	-
Additions (subsequent expenditure)	6.56
Capitalised during the year	-
<b>As at 31st March 2024</b>	<b>6.56</b>
Additions (subsequent expenditure)	33.66
Adjustment during the year	(0.10)
Capitalised during the year	(6.46)
<b>As at 31 March 2025</b>	<b>33.66</b>
<b>Net Book Value</b>	
<b>At 31 March 2025</b>	<b>33.66</b>
<b>At 31 March 2024</b>	<b>6.56</b>

The Ageing Schedule of Capital -work-in progress for the year ended as at 31st March 2025 and March 2024 is as follows.

Particulars	Less than 1 year	1-2 year	2-3 year	More than 3 years	Total
<b>As at March 31, 2025</b>					
Projects in progress	33.66	-	-	-	33.66
Projects temporarily suspended	-	-	-	-	-
	<b>33.66</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>33.66</b>
<b>As at March 31, 2024</b>					
Projects in progress	6.56	-	-	-	6.56
Projects temporarily suspended	-	-	-	-	-
	<b>6.56</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>6.56</b>

#### Note:

- There are no projects where activity has been suspended.
- Below are the details of ageing for the projects whose completion is overdue or has exceeded its cost compared to its original plan :

## NOTES TO STANDALONE FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

As at 31 March, 2025, no projects are overdue or exceeded estimated cost . As at 31 March, 2024, one project was overdue with a total cost of ₹7.30 crore.

Particulars	To be completed in			
	Less than 1 year	1-2 year	2-3 year	More than 3 years
<b>As at March 31, 2025</b>				
Projects in progress				
<b>As at March 31, 2024</b>				
Project in progress				
Renovation of Corporate Office Building – False Ceiling & HVAC	1.68	–	–	–

## 5. Investment Property

(₹ in crore)

Particulars	Noida			Gurugram			Bangalore	Total
	Land	Capital work in progress	Building	Land	Capital work in progress	Building	Land & Building	
<b>As at 1st April, 2023</b>	<b>327.20</b>	<b>0.57</b>	<b>156.77</b>	<b>2.23</b>	<b>–</b>	<b>95.36</b>	<b>3.04</b>	<b>585.17</b>
Additions (subsequent expenditure)	–	0.57	0.85	–	1.48	–	–	2.90
Derecognised during the year	–	–	–	–	–	(0.32)	–	(0.32)
Capitalised during the year	–	–	–	–	–	–	–	–
<b>As at 31st March, 2024</b>	<b>327.20</b>	<b>1.14</b>	<b>157.61</b>	<b>2.23</b>	<b>1.48</b>	<b>95.03</b>	<b>3.04</b>	<b>587.75</b>
Additions (subsequent expenditure)	–	0.72	1.08	–	8.97	0.51	–	11.28
Derecognised during the year	–	–	–	–	–	–	–	–
Adjustment	–	–	–	–	–	–	–	–
<b>As at 31st March, 2025</b>	<b>327.20</b>	<b>1.86</b>	<b>158.70</b>	<b>2.23</b>	<b>10.44</b>	<b>95.54</b>	<b>3.04</b>	<b>599.02</b>
<b>Depreciation and impairment</b>								
<b>As at 1st April, 2023</b>	<b>–</b>	<b>–</b>	<b>24.73</b>	<b>–</b>	<b>–</b>	<b>6.83</b>	<b>1.30</b>	<b>32.86</b>
Depreciation during the year	–	–	8.12	–	–	3.61	0.09	11.82
<b>As at 31st March, 2024</b>	<b>–</b>	<b>–</b>	<b>32.85</b>	<b>–</b>	<b>–</b>	<b>10.44</b>	<b>1.39</b>	<b>44.68</b>
Depreciation during the year	–	–	8.66	–	–	3.62	0.09	12.37
Adjustment	–	–	–	–	–	–	–	–
<b>As at 31st March, 2025</b>	<b>–</b>	<b>–</b>	<b>41.51</b>	<b>–</b>	<b>–</b>	<b>14.06</b>	<b>1.48</b>	<b>57.04</b>
<b>Net Block</b>								
<b>At 31st March, 2025</b>	<b>327.20</b>	<b>1.86</b>	<b>117.19</b>	<b>2.23</b>	<b>10.44</b>	<b>81.48</b>	<b>1.56</b>	<b>541.98</b>
<b>At 31st March, 2024</b>	<b>327.20</b>	<b>1.14</b>	<b>124.76</b>	<b>2.23</b>	<b>1.48</b>	<b>84.59</b>	<b>1.65</b>	<b>543.07</b>



## NOTES TO STANDALONE FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

### Information regarding income and expenditure of Investment property

(₹ in crore)

Particulars	31 March 2025	31 March 2024
Rental income from investment properties*	23.80	16.28
Direct operating expenses (including Repairs and maintenance) arising from investment property that generated rental income during the year	5.63	2.32
Direct operating expenses (including Repairs and maintenance) arising from investment property that did not generate rental income during the year	–	–
<b>Profit arising from investment properties before depreciation and indirect expenses</b>	<b>18.17</b>	<b>13.96</b>
Less: Depreciation during the year	(12.37)	(11.82)
<b>Profit arising from investment properties before indirect expenses</b>	<b>5.80</b>	<b>2.14</b>

\* Includes maintenance income from the properties.

### Reconciliation of fair value

(₹ in crore)

Particulars	Noida			Gurugram			Bangalore	Total
	Land	Capital work in progress	Building	Land	Capital work in progress	Building	Land & Building	
<b>Opening balance at 1st April, 2023</b>	<b>262.43</b>	–	<b>121.44</b>	<b>125.16</b>	–	<b>85.22</b>	<b>9.57</b>	<b>603.82</b>
Additions	–	–	–	–	–	–	–	–
Fair value difference	67.60	–	7.48	(50.66)	–	1.18	0.94	26.55
<b>Closing balance At 31st March, 2024</b>	<b>330.03</b>	–	<b>128.92</b>	<b>74.50</b>	–	<b>86.40</b>	<b>10.51</b>	<b>630.37</b>
Additions	–	–	–	–	–	–	–	–
Fair value difference for the year	29.38	–	(0.81)	9.10	–	5.76	1.23	44.65
<b>Closing balance At 31st March, 2025</b>	<b>359.41</b>	–	<b>128.11</b>	<b>83.60</b>	–	<b>92.16</b>	<b>11.74</b>	<b>675.02</b>
<b>Note:-</b>								
Investment Property self constructed	359.41	–	128.11	83.60	–	92.16	11.74	675.02

#### Note:

- These valuations are based on valuations performed by a registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017 applying valuation model acceptable internationally. Fair Values are based on income/cost/market value approach.
- The fair value measurement is categorised in Level 3 of fair value hierarchy.
- The investment property in Noida comprises three locations, having lease term of 90 years. Additionally, the properties in Gurugram and Bangalore are located at single location and are freehold.
- Other provisions amounting to ₹0.57 crore has been created towards capital work in progress in FY 2023–24 for the Sector 125, Noida property due to pending resolution of the dispute with the Noida Authority.

**NOTES TO STANDALONE FINANCIAL STATEMENTS****For The Year Ended 31<sup>st</sup> March 2025****6. Intangible Assets and Intangible Assets under Development**

Particulars	Intangible Assets under Development (Software)	"Other Intangibles (Software)"
<b>Gross Block</b>		
<b>As at 1st April, 2023</b>	<b>2.59</b>	<b>11.65</b>
Addition during the year	0.84	3.44
Capitalisation during the year	(3.43)	-
Disposals / adjustment during the year	-	(0.24)
<b>As at 31st March, 2024</b>	<b>-</b>	<b>14.85</b>
Addition during the year	-	3.72
Disposals / adjustment during the year	-	(0.01)
<b>As at 31st March, 2025</b>	<b>-</b>	<b>18.56</b>
<b>Amortisation and Impairment</b>		
<b>As at 1st April, 2023</b>	<b>-</b>	<b>2.96</b>
Amortisation during the year	-	3.23
Sales / adjustment during the year	-	(0.24)
<b>As at 31st March, 2024</b>	<b>-</b>	<b>5.95</b>
Amortisation during the year	-	4.34
Sales / adjustment during the year	-	-
<b>As at 31st March, 2025</b>	<b>-</b>	<b>10.29</b>
<b>Net book value</b>		
<b>At 31st March, 2025</b>	<b>-</b>	<b>8.27</b>
<b>At 31st March, 2024</b>	<b>-</b>	<b>8.90</b>

**Note:**

The Ageing Schedule of Intangible Assets under Development for the year ended as at 31st March, 2025 and 31st March, 2024 is as follows :

Particulars	Less than 1 year	1-2 year	2-3 year	More than 3 years	Total
<b>As at March 31, 2025</b>					
Projects in progress		-	-		-
Projects temporarily suspended	-	-	-	-	-
	-	-	-	-	-
<b>As at March 31, 2024</b>					
Projects in progress	-	-	-	-	-
Projects temporarily suspended	-	-	-	-	-
	-	-	-	-	-

(ii) There are no projects where activity has been suspended.

(iii) Below are the details of ageing for the projects whose completion is overdue or has exceeded its cost compared to its original plan :

As at 31 March, 2025, no projects are overdue or exceeded estimated cost, since the original plan has been revisited and revised. As at 31 March, 2024, one project was overdue with a total cost of ₹23.56 crore.

Intangible assets under development	To be completed in			
	Less than 1 year	1-2 years	2-3 years	More than 3 years
<b>As at March 31, 2025</b>				
<b>Projects in progress</b>				
<b>As at March 31, 2024</b>				
<b>Projects in progress</b>				
SAP S-4 HANA – SAP/ERP	7.25	3.79	-	-

## NOTES TO STANDALONE FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

### 7. Right-of-use Assets

(₹ in crore)

Particulars	Land (i)	Building (ii)	Vehicles	Total
<b>Gross Block</b>				
<b>As at 1st April, 2023</b>	<b>1.60</b>	<b>5.21</b>	<b>0.04</b>	<b>6.84</b>
Addition during the year	0.29	3.03	–	3.32
Disposals / adjustment during the year	–	–	–	–
<b>As at 31st March, 2024</b>	<b>1.89</b>	<b>8.23</b>	<b>0.04</b>	<b>10.16</b>
Addition during the year	0.90	–	–	0.90
Disposals / adjustment during the year	–	–	–	–
<b>As at 31st March, 2025</b>	<b>2.79</b>	<b>8.23</b>	<b>0.04</b>	<b>11.06</b>
<b>As at 1st April, 2023</b>	<b>0.22</b>	<b>2.18</b>	<b>0.04</b>	<b>2.44</b>
Depreciation during the year	0.24	0.89	–	1.13
Impairment	–	–	–	–
Disposals / adjustment during the year	–	–	–	–
<b>As at 31st March, 2024</b>	<b>0.46</b>	<b>3.07</b>	<b>0.04</b>	<b>3.57</b>
Depreciation during the year	0.28	0.93	–	1.21
Impairment	–	–	–	–
Disposals / adjustment during the year	–	–	–	–
<b>As at 31st March, 2025</b>	<b>0.74</b>	<b>4.00</b>	<b>0.04</b>	<b>4.78</b>
<b>Net Book Value</b>				
<b>At 31st March, 2025</b>	<b>2.05</b>	<b>4.23</b>	<b>–</b>	<b>6.28</b>
<b>At 31st March, 2024</b>	<b>1.43</b>	<b>5.16</b>	<b>–</b>	<b>6.59</b>

**Note:-**

- Lease hold land includes land at Greater Noida Industrial Development Authority (GNIDA) for construction of proposed Central Inspection Cell (CIC) by the Company (Gross value ₹0.76 crore). The request for time extension for construction of Building has been submitted to the appropriate authority.
- Includes lease hold building on Railways land for 30 years lease at San Martin Marg, New Delhi; Pali Hill, Mumbai & Metro Railway Service Building, Kolkata for which agreement is yet to be finalised.

#### Title deeds of immovable properties not held in name of the company

Right-of-use Assets – Lease Asset	Description of item of property	Gross carrying value	Title deeds held in the name of	Whether title deed holder is a promoter, director or relative of promoter/director or employee of promoter/director	Property held since which date	Reason for not being held in the name of the company (also indicate if in dispute)
Right to use Building Residential	Pali Hill, Bandra Flat No. 401 Mumbai	0.21	Western Railway	NA	14th August, 2002	Flats are constructed on Railway Land and has been leased to IRCON by respective Zonal Railway for a period of 30 years based on instruction issued in this regard.
Right to use Building Residential	Flats at San Martin, New Delhi	2.26	Northern Railway	NA	16 <sup>th</sup> September, 2004	
Right to use Building Non-Residential	Metro Rail Service Building, Kolkata	0.75	Metro Rail, Kolkata	NA	3 <sup>rd</sup> March, 2000	Office accommodation constructed by Metro Railway, Kolkata on Railway Land and has been leased out to IRCON for a period of 30 years as per instruction issued in this regard.

**NOTES TO STANDALONE FINANCIAL STATEMENTS****For The Year Ended 31<sup>st</sup> March 2025****8. Non-Current Financial Assets****8.1 Non-Current Financial Assets – Investments**

(₹ in crore)

Particulars	As at 31st March, 2025	As at 31st March, 2024
<b>1. Investments in Equity Instruments (fully paid-up, unquoted, at cost)</b>		
<b>A) Subsidiary Companies</b>		
Ircon Infrastructure & Services Limited 6,50,00,000 equity shares of ₹10 each (31st March, 2024 : 6,50,00,000)	65.00	65.00
Ircon PB Tollway Limited 16,50,00,000 equity shares of ₹10 each ( 31st March, 2024: 16,50,00,000) {Refer note (i) a}	227.60	225.75
Ircon Shivpuri Guna Tollway Limited 15,00,00,000 equity shares of ₹10 each ( 31st March, 2024 : 15,00,00,000) {Refer note (i) b}	150.19	150.19
Ircon Vadodara Kim Expressway Limited 1,00,00,000 equity shares of ₹10 each ( 31st March, 2024 : 1,00,00,000 equity shares) {Refer note (i) c}	205.98	205.98
Ircon Davanagere Haveri Highway Limited 17,30,00,000 equity shares of ₹10 each ( 31st March, 2024 : 17,30,00,000 equity shares) {Refer note (i) d}	187.69	187.69
Ircon Gurgaon Rewari Highway Limited 50,000 equity share of ₹10 each (31st March, 2024: 50,000 equity shares) {Refer note (i) e}	88.58	88.47
Ircon Akloli-Shirsad Expressway Limited 43,40,000 equity share of ₹10 each (31st March, 2024: 50,000 Equity Share) {Refer note (i) f}	109.50	56.05
Ircon Ludhiana Rupnagar Highway Limited 1,11,10,000 equity share of ₹10 each (31st March, 2024: Equity Share 36,20,000 equity shares) {Refer note (i) g}	111.26	58.21
Ircon Bhoj Morbe Expressway Limited 1,06,00,000 equity share of ₹10 each (31st March, 2024: 52,00,000 equity Share of ₹10 each ) {Refer note (i) h}	92.15	56.74
Ircon Haridwar Bypass Limited 50,000 equity share of ₹10 each (31st March, 2024: 50,000 equity Share of ₹10 each ) {Refer note (i) i}	82.66	82.64
Ircon Renewable Power Limited 38,00,000 equity share of ₹10 each ( 31st March, 2024 :38,00,000 equity shares) {Refer note (i) j}	111.82	92.04
<b>Total (A) – Investment in Subsidiary Companies</b>	<b>1,432.43</b>	<b>1,268.76</b>
<b>B) Joint Venture Companies</b>		
Ircon-Soma Tollway Private Limited (ISTPL) 6,38,70,000 equity shares of ₹10 each fully paid. ( 31st March, 2024: 6,38,70,000) {Refer note (ii) a}	64.15	64.15
Indian Railway Stations Development Corporation Limited 5,19,99,699 equity shares of ₹10 each (31st March, 2024: 5,19,99,699 equity shares) {Refer note (ii) b}	52.00	52.00
Bastar Railway Pvt. Limited 7,63,37,300 equity shares of ₹10 each (31st March, 2024: 7,63,37,300 equity shares) {Refer note (ii) c}	76.34	76.34
Jharkhand Central Railway Limited 2,62,56,438 equity shares of ₹10 each (31st March, 2024: 2,62,56,438 ) {Refer note (ii) d}	140.37	140.37
Mahanadi Coal Railway Limited 2,60,00,000 equity shares of ₹10 each (31st March, 2024: 2,60,00,000 equity shares) {Refer note (ii) e}	110.50	110.50
Chhattisgarh East Railway Limited 19,78,55,700 equity shares of ₹10 each fully paid. (31st March, 2024 : 19,78,55,700 equity shares) {Refer note (ii) f}	244.05	228.46



## NOTES TO STANDALONE FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

(₹ in crore)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Chhattisgarh East-West Railway Limited 19,39,91,200 equity shares of ₹10 each fully paid. ( 31st March, 2024: 19,39,91,200 equity shares) {Refer note (ii) g}	258.47	210.11
<b>Total (B) – Investment in Joint Venture Companies</b>	<b>945.88</b>	<b>881.93</b>
<b>2. Investment in Bonds (Quoted, at amortized cost)</b>		
7.15% Tax Free Indian Railway Finance Corporation Limited (IRFC) Bonds- Nil (31st March, 2024 :250 units of ₹10,00,000 each)	–	24.99
7.07% Tax Free Indian Railway Finance Corporation Limited (IRFC) Bonds – Nil (31st March, 2024 : 3,02,000 units of ₹1,000 each )	–	30.20
7.14% Tax Free NHAI Bonds – Nil (31st March, 2024 : 1,99,989 units of ₹1,000 each )	–	20.00
7.02% Tax Free NHAI Bonds – Nil (31st March, 2024 : 500 units of ₹10,00,000 each )	–	50.00
<b>Total (2) – Investment in Joint Venture Companies</b>	<b>–</b>	<b>125.19</b>
<b>3. Investment in Optionally Convertible Debentures (OCD) (Unquoted, at fair value through profit or loss)</b>		
14% Optionally Convertible Debentures (OCD) of Ircon Renewable Power Limited – 6,60,00,000 unit of ₹10 each (31st March, 2024 – Nil) { Refer note (i) j }	66.00	–
<b>Total (3) – Investment in Optionally Convertible Debentures (Unquoted)</b>	<b>66.00</b>	<b>–</b>
<b>Total Non – Current Investments (1+2+3)</b>	<b>2,444.31</b>	<b>2,275.88</b>
<b>Aggregate Book value of quoted investments</b>	<b>–</b>	<b>125.19</b>
<b>Aggregate Market value of quoted investments</b>	<b>–</b>	<b>130.43</b>
<b>Aggregate Book value of unquoted investments (1(A)+1(B)+3)</b>	<b>2,444.31</b>	<b>2,150.69</b>
<b>Aggregate amount of impairment in value of investments</b>	<b>–</b>	<b>–</b>

### Note:

- (a) The Company vide board approval dated 12th August, 2021 has waived interest on its loan given to IRCON PB Tollway Limited for the period 1st October, 2019 till 31st March, 2024 and deferment of balance interest till repayment of principal. The said waiver has been considered as Investment in subsidiary by the Company in accordance with provision of Ind AS. Accordingly **₹62.60 crore** (31st March, 2024: ₹60.75 crore) has been included in above.
- (b) Includes fair value of the financial guarantee of **₹0.19 crore** (31st March, 2024 ₹0.19 crore) issued by Ircon to State Bank of India on behalf of and in respect of term loan facility availed by Ircon Shivpuri Guna Tollway Limited (ISGTL).
- (c) BoD has approved the Equity participation (committed), not exceeding ₹10.00 crore in Wholly Owned Subsidiary, Ircon Vadodara Kim Expressway limited (IVKEL) Further, BoD has approved interest free loan not exceeding ₹195.74 crore for IVKEL which has been paid. Further, this includes fair value of the financial guarantee of ₹0.24 crore issued by IRCON to Bank of Baroda on behalf of and in respect of term loan facility availed by IVKEL.
- (d) Includes fair value of the financial guarantee of ₹0.83 crore (as on 31st March, 2024 ₹0.83 crore) issued by IRCON to Punjab National Bank on behalf of and in respect of term loan facility availed by Ircon Davangere Haveri Highway Limited ( IDHHL), Wholly Owned Subsidiary. Further, BoD has approved interest free loan not exceeding ₹13.86 crore for IDHHL which has been paid.

## NOTES TO STANDALONE FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

- (e) BoD has approved the Equity participation (committed), not exceeding ₹5 Lakh in Wholly Owned Subsidiary, Ircon Gurgaon Rewari Highway Limited (IGRHL). Further, BoD has approved interest free loan not exceeding ₹103.18 crore for IGRHL out of which **₹88.35 crore** (31st March, 2024: 88.35 crore) has been paid. Additionally, this includes fair value of the financial guarantee of ₹0.18 crore issued by IRCON to Indian Overseas Bank on behalf of and in respect of term loan facility availed by IGRHL.
- (f) BoD has approved the Equity participation (committed), not exceeding ₹17.16 crore, out of which 4.34 crore has been paid to Ircon Akloli-Shirsad Expressway Limited (IASSEL). Further, BoD has approved interest free loan not exceeding ₹171.54 crore for IASSEL out of which **₹104.98 crore** (31st March, 2024 ₹51.54 crore) has been paid. Additionally, this includes fair value of the financial guarantee of ₹0.19 crore issued by IRCON to Bank of Baroda on behalf of and in respect of term loan facility availed by IASSEL.
- (g) BoD has approved the Equity participation (committed), not exceeding ₹14.27 crore, out of which 11.11 crore has been paid to Ircon Ludhiana Rupnagar Highway Limited (ILRHL). Further, BoD has approved interest free loan not exceeding ₹128.43 crore for ILRHL out of which **₹99.97 crore** (31st March, 2024 ₹54.42 crore) has been paid. Additionally, this includes fair value of the financial guarantee of ₹0.19 crore issued by IRCON to Bank of Baroda on behalf of and in respect of term loan facility availed by ILRHL.
- (h) BoD has approved the Equity participation (committed), not exceeding ₹20.58 crore, out of which 10.60 crore has been paid Ircon Bhoj Morbe Expressway Limited (IBMEL). Further, BoD has approved interest free loan not exceeding ₹185.27 crore for IBMEL out of which **₹81.42 crore** (31st March, 2024 ₹51.42 crore) has been paid. Additionally, this includes fair value of the financial guarantee of ₹0.14 crore issued by IRCON to Bank of Baroda on behalf of and in respect of term loan facility availed by IBMEL.
- (i) BoD has approved the Equity participation (committed), not exceeding ₹5 lakh for WOS, Ircon Haridwar Bypass Limited (IHBL). Further, BoD has approved interest free loan not exceeding ₹111.85 crore for IHBL out of which **₹82.37 crore** (31st March, 2024 ₹82.37 crore) has been paid. Additionally, this includes fair value of the financial guarantee of ₹0.24 crore issued by IRCON to State Bank of India on behalf of and in respect of term loan facility availed by IHBL.
- (j) BoD has approved the Equity participation (committed), not exceeding ₹3.80 crore in Ircon Renewal Power Limited (IRPL). Further, BoD has approved interest free loan not exceeding ₹108.03 crore in IRPL, out of which **₹108.03 crore** (31st March, 2024: ₹88.24 crore) has been paid. Additionally, BoD has approved the interest-bearing Optionally Convertible Debentures (OCDs) of ₹88.89 crore, out of which ₹66.00 crore (31st March, 2024 : Nil) has been paid.
- (ii) (a) Includes fair value of the financial guarantee for ₹0.28 crore issued by IRCON to Punjab National Bank on behalf of and in respect of term loan facility availed by ISTPL. Loan outstanding as on 31st March, 2025 is Nil (as on 31st March, 2024 Nil).
- (b) "Ministry of Railways" (MoR) vide its letter No. 2011/LMB/22/1/39 dated 18.10.2021 had communicated 'in-principle' approval for the closure of Indian Railway Station Development Corporation Limited (IRSDC), a Joint Venture Company and transfer/handover of its business to RLDA/MoR. During the financial year 2024-25, with the consent of all joint venture partners i.e. IRCON, RITES & RLDA, it has been decided to transfer the assets and liabilities of IRSDC (except investments in SITCO and GARUD/Station Facility Management (SFM)) to RLDA on a slump sale basis at book value as on 31.12.2024 (i.e. approx. ₹39.89 crores based on detailed working +/- 5%). Subsequently, the Business Transfer Agreement was signed on 09 April 2025, and the consideration was received by IRSDC from RLDA on 11 April 2025 of ₹39.89 crores. Further, consideration against SITCO has also been received from RLDA against their share of ₹6.30 crore in FY 2023-24. As at the balance sheet date i.e. 31 March 2025, closure related activities initiated in FY 2021-22 are yet to be completed and the Liquidation process shall commence upon completion of these activities and handing over of assets and liabilities to RLDA/MoR. Financial statement of IRSDC has been prepared on liquidation basis and the distribution of the slump sale proceeds and settlement of liabilities will be done after appointment of the liquidator and completion of the liquidation process under voluntary winding up. The Group continues to monitor the developments closely and does not foresee any impairment in the value of investment as at the reporting date as the Group's share in the reported net worth of IRSDC is ₹61.76 crore i.e. 26% of ₹237.52 crore.
- (c) Ministry of Railway (MoR) has granted in-principle approval for closure of Bastar Railway Private Limited, a joint venture company and transfer of its assets and liabilities to MoR. The legal formalities, pricing and related modalities are in process and the Company does not foresee any impairment in the value of investment at this stage.

## NOTES TO STANDALONE FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

(₹ in crore)

- (d) Board of Directors have approved Interest free loan of ₹114.11 crore in favour of Jharkhand Central Railway Limited (JCRL), out of which **₹114.11 crore** (31st March, 2024: ₹114.11 crore) has been paid.
- (e) Board of Directors have approved Interest free loan, of **₹84.50 crores** (31st March, 2024 ₹84.50 crore) in favour of Mahanadi Coal Railway Limited (MCRL) which has been paid. Further, It has been decided to handover Phase- I (Angul – Balram, 14 KM already operational) and Phase- II (Balram-Putgadia-Tentuloi, 54 KM under construction) of MCRL Project to Ministry of Railways (MoR). The legal formalities, pricing and related modalities are in process and the Company does not foresee any impairment in the value of investment at this stage.
- (f) BoD has approved interest free loan of ₹64.27 crore in favour of Chhattisgarh East Railway Limited (CERL), out of which **₹46.20 crore** (31st March, 2024 30.60 crore) has been paid.
- (g) BoD has approved interest free loan of ₹193.36 crore in favour of Chhattisgarh East-West Railway Limited (CEWRL), out of which **₹64.48 crore** (₹16.12 crore) has been paid.
- (iii) The Interest free loan as per above will be repaid only on winding up of the SPVs/JV or end of concession period which ever is later.

### 8.2 Non-Current Financial Assets – Loans

(₹ in crore)

Particulars	As at 31st March 2025	As at 31st March 2024
<b>A. Considered Good : Secured</b>		
Staff Loans and Advances	–	0.02
<b>B. Considered Good : Unsecured</b>		
<b>(i) Loans to Related Parties:</b>		
<b>Subsidiaries</b>		
– Ircon Shivpuri Guna Tollway Limited	18.57	–
– Ircon PB Tollway Limited {Refer Note (i)}	180.20	162.59
– Ircon Vadodara Kim Expressway Limited	–	68.96
– Ircon Davanagere Haveri Highway Limited	47.13	47.13
<b>(ii) Others:</b>		
Staff Loans & Advances	0.26	0.40
<b>Total</b>	<b>246.16</b>	<b>279.10</b>

#### Notes :

- i) The Company vide board approval dated 12th August, 2021 has waived interest on its Loan given to IRCON PB Tollway Limited for the period 1st October, 2019 to 31st March, 2024. The said waiver has been considered as Investment in subsidiary by the Company in accordance with provision of Ind AS. {Refer Note 8.1 (i) a}

#### Loan or advances in the nature of Loans granted to related parties

Type of Borrower	As at March 31, 2025		As at March 31, 2024	
	Amount of loan or advance in the nature of loan outstanding*	% of total Loans and Advances in the nature of loans^	Amount of loan or advance in the nature of loan outstanding*	% of total Loans and Advances in the nature of loans^
Loan to Promoters	–	–	–	–
Loan to Directors	–	–	–	–
Loan to KMPs	–	–	–	–
Loan to Related parties	245.90	99.89%	278.68	99.85%
<b>Total</b>	<b>245.90</b>	<b>99.89%</b>	<b>278.68</b>	<b>99.85%</b>

\* represents loan or advance in the nature of loan

^ represents percentage to the total loans and Advances in the nature of loans.

## NOTES TO STANDALONE FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

### 8.3 Non-Current Assets – Other Financial Assets

(₹ in crore)

Particulars	As at 31st March 2025	As at 31st March 2024
<b>Considered Good</b>		
<b>Security Deposits</b>		
– Government Departments	0.56	0.25
– Others	0.05	0.08
<b>Contract Asset:</b>		
– Retention Money with Client	31.28	14.75
Fixed Deposits with original maturity of more than 12 months {Refer Note (i)}	–	0.01
Interest Accrued on Advances to Staff #	0.22	0.27
Interest Accrued on Loans to Related Party – Ircon Vadodara Kim Expressway Limited	–	9.02
Interest accrued on Optional Convertible Debentures to Related Party - Ircon Renewable Power Limited	4.58	–
Recoverable from Rail Land Development Authority (RLDA)	–	15.00
<b>Total</b>	<b>36.69</b>	<b>39.38</b>

# Interest accrued on advance to Director is Nil (Nil).

#### Notes:

(i) Includes FDR's under Lien for Nil (as on 31<sup>st</sup> March, 2024 : ₹0.01 crore).

### 9. Deferred Tax Assets (Net)

(a) The major components of income tax expense for the year ended 31st March, 2025 and 31st March, 2024 are :

(₹ in crore)

S. No.	Particulars	For the Year ended	
		31st March 2025	31st March 2024
1	<b>Statement of Profit and Loss Section</b>		
	<b>Current income tax :</b>		
	Current income tax charge	222.35	298.77
	Adjustment in respect of current tax of previous year	(24.32)	2.60
	<b>Deferred tax :</b>		
	Relating to origination and reversal of temporary differences	(17.81)	(8.73)
	<b>Income tax expense reported in the Statement of Profit and Loss Section</b>	<b>180.22</b>	<b>292.64</b>
2	<b>Other Comprehensive income (OCI) Section</b>		
	<b>Income tax related to items recognised in OCI during in the year:</b>		
	Net loss/(gain) on remeasurements of defined benefit plans	0.02	0.45
	Net loss/(gain) on exchange gain/ loss	1.84	(0.61)
	<b>Income tax expense reported in the OCI Section</b>	<b>1.86</b>	<b>(0.16)</b>



## NOTES TO STANDALONE FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

(b) Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for 31<sup>st</sup> March, 2025 and 31<sup>st</sup> March, 2024:

(₹ in crore)

S. No.	Particulars	For the Year ended	
		31st March 2025	31st March 2024
1	Accounting profit before income tax	917.81	1,155.55
2	Tax on Accounting Profit	230.99	290.83
3	Effect on Tax Adjustments:		
(i)	Adjustments in respect of current income tax of previous years	(24.32)	2.60
(ii)	Utilisation of previously unrecognised tax losses	-	-
	- Non taxable items	(35.71)	(37.46)
	-Other	0.33	15.24
(iii)	Tax on Income exempt from tax	-	-
(iv)	<b>Non-deductible expenses for tax purposes:</b>		
	- <b>Other country additional tax</b>	4.91	14.77
	- Other non-deductible expenses	5.88	6.50
(v)	Tax effect of various other items	-	-
		<b>182.08</b>	<b>292.48</b>
4	Income tax expense reported in the statement of profit and loss	182.08	292.48
5	Effective tax rate	19.84%	25.31%

(c) Components of deferred tax assets and (liabilities) recognised in the Balance Sheet and Statement of Profit or Loss

(₹ in crore)

S. No.	Particulars	Balance sheet		Statement of profit or loss	
		31st March, 2025	31st March, 2024	31st March, 2025	31st March, 2024
1	Property, plant & equipment (including intangible): Difference in book depreciation and income tax depreciation	(22.82)	(21.44)	1.39	1.20
2	Provisions	122.46	98.76	(23.70)	(16.45)
3	Impact of expenditure charged to the statement of profit and loss in the current year and earlier years but allowable for tax purposes on payment basis	41.51	46.01	4.50	6.53
	<b>Net deferred tax Assets / (Liabilities)</b>	<b>141.15</b>	<b>123.33</b>	<b>(17.81)</b>	<b>(8.72)</b>

(d) Reflected in the balance sheet as follows:

(₹ in crore)

S. No.	Particulars	31st March 2025	31st March 2024
1	Deferred tax assets	163.96	144.77
2	Deferred tax liability	(22.82)	(21.44)
	<b>Deferred Tax (Liabilities) /Asset (Net)</b>	<b>141.14</b>	<b>123.33</b>

**NOTES TO STANDALONE FINANCIAL STATEMENTS****For The Year Ended 31<sup>st</sup> March 2025****(e) Reconciliation of deferred tax (liabilities) / assets:****As at 31 March 2025**

(₹ in crore)

S.No.	Particulars	Balance As at 1st April, 2024 (Net)	Recognised in statement of profit and loss	Recognised in OCI	Balance As at 31st March, 2025 (Net)
1	Property, Plant & Equipment (including intangible):				
	Difference in book depreciation and income tax depreciation	(21.45)	(1.38)	-	(22.83)
2	Provisions	98.77	23.70	-	122.47
3	Impact of expenditure charged to the statement of profit and loss in the current year and earlier years but allowable for tax purposes on payment basis	46.00	(4.50)	-	41.50
	<b>Net deferred tax assets / (liabilities)</b>	<b>123.32</b>	<b>17.82</b>	-	<b>141.14</b>

**As at 31 March 2024**

(₹ in crore)

S.No.	Particulars	Balance As at 1st April, 2023 (Net)	Recognised in statement of profit and loss	Recognised in OCI	Balance As at 31st March, 2024 (Net)
1	Property, Plant & Equipment (including intangible):				
	Difference in book depreciation and income tax depreciation	(20.25)	(1.19)	-	(21.44)
2	Provisions	82.32	16.45	-	98.77
3	Impact of expenditure charged to the statement of profit and loss in the current year and earlier years but allowable for tax purposes on payment basis	52.54	(6.53)	-	46.01
	<b>Net deferred tax assets / (liabilities)</b>	<b>114.61</b>	<b>8.73</b>	-	<b>123.34</b>

**10. Other Non-Current Assets**

(₹ in crore)

Particulars	As at 31st March, 2025	As at 31st March, 2024
<b>Considered Good</b>		
<b>Advances Other than Capital Advances</b>		
Advances to Contractors against material and machinery	36.67	62.82
Advances to Contractors, Suppliers and Others	182.02	222.12
Deposits with Tax Departments	0.55	-
Interest Accrued on Advances to Contractors, Suppliers & Others	7.05	5.98
Project Construction Cost	47.25	56.90
Fair Valuation Adjustment	0.08	0.05
<b>Total</b>	<b>273.62</b>	<b>347.87</b>

**11. Inventories**

(₹ in crore)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Raw Material (Valued at Cost or NRV whichever is lower, unless otherwise stated)		
- In Hand	5.91	19.33
- With Third Parties	1.93	12.02
- In Transit	82.67	10.98
Others (Track and Construction Material)	-	0.31
<b>Total</b>	<b>90.51</b>	<b>42.64</b>

## NOTES TO STANDALONE FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

### 12. Current Assets – Financial Assets

#### 12.1 Current Financial Assets – Investments

(₹ in crore)

Particulars	As at 31st March 2025	As at 31st March 2024
<b>1. Investment in Bonds (Quoted, at amortized cost)</b>		
7.15% Tax Free Indian Railway Finance Corporation Limited (IRFC) Bonds, 250 units of ₹10,00,000 each (31st March, 2024 : Nil)	25.00	–
7.07% Tax Free Indian Railway Finance Corporation Limited (IRFC) Bonds, 3,02,000 units of ₹1,000 each (31st March, 2024 : Nil)	30.20	–
7.14% Tax Free NHAI Bonds, 1,99,989 units of ₹1,000 each (31st March, 2024 : Nil)	20.00	–
7.02% Tax Free NHAI Bonds, 500 units of ₹10,00,000 each (31st March, 2024 : Nil)	50.00	–
7.35% Government of India (GOI) Bond 2024 Nil (31st March, 2024 : Face Value ₹1,50,40,000)	–	1.51
<b>2. Investment in Mutual Fund (Quoted) at fair value through profit or loss (FVTPL)</b>		
Union Liquid Fund, No. of units – Nil (31st March, 2024 : No. of units – 2,27,140.24)	–	52.89
Axis Liquid Fund, No. of units – 3,66,150.89 (31st March, 2024 : No. of units – 2,69,473.15)	105.58	72.39
Axis Overnight Fund No. of units – 59,334.56 (31st March, 2024 : No. of units – Nil)	8.02	–
Canara Robeco Liquid Fund No. of units – 5,53,057.70 (31st March, 2024 : No. of units – Nil)	171.90	–
Bandhan Liquid Fund, No. of units – Nil (31st March, 2024 : No. of units – 2,27,140.2)	–	166.10
Nippon India Liquid Fund, No. of units – Nil (31st March, 2024 : No. of units – 3,16,143.76)	–	186.81
LIC Mutual Fund, No. of units – Nil (31st March, 2024 : No. of units – 1,91,133.26)	–	83.81
<b>Total</b>	<b>410.70</b>	<b>563.51</b>
<b>Aggregate book value of quoted investments</b>	<b>410.70</b>	<b>563.51</b>
<b>Aggregate Market value of quoted investments</b>	<b>413.58</b>	<b>563.50</b>
<b>Aggregate book value of unquoted investments</b>	<b>–</b>	<b>–</b>
<b>Aggregate amount of impairment in value of investments</b>	<b>–</b>	<b>–</b>

#### 12.2 Current Financial Assets – Trade Receivables

(₹ in crore)

Particulars	As at 31st March 2025	As at 31st March 2024
Secured, considered good		
Unsecured, considered good*	1,709.16	992.26
Trade Receivables which have significant increase in credit risk	–	–
Trade Receivables – credit impaired	6.37	7.14
	<b>1,715.53</b>	<b>999.40</b>
<b>Impairment Allowance (allowance for bad and doubtful debts)</b>		
Unsecured, considered good	(59.85)	(45.80)
Trade Receivables which have significant increase in credit Risk	–	–
Trade Receivables – credit impaired	(6.37)	(7.14)
<b>Total</b>	<b>1,649.31</b>	<b>946.46</b>

\* Includes Receivables from related parties ₹1,163.74 crore (As at 31st March, 2024 : ₹585.09 crore) and are disclosed in Note : 33 (c) 5.1.

## NOTES TO STANDALONE FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

Trade Receivable Ageing Schedule for the year ended as at 31st March, 2025 and 31st March, 2024 :

(₹ in crore)

Particulars	Unbilled	Not Due	Outstanding for the year ended March 31, 2025 from the due date of payment					Total
			Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good	–	1,096.23	202.54	169.05	114.78	45.62	80.94	1,709.16
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	–	–	–	–	–	–	–	–
(iii) Undisputed Trade Receivables – credit impaired	–	–	–	–	–	–	–	–
(iii) Disputed Trade Receivables considered good	–	–	–	–	–	–	–	–
(iv) Disputed Trade Receivables – which have significant increase in credit risk	–	–	–	–	–	–	–	–
(vi) Disputed Trade Receivables – credit impaired	–	–	–	–	–	–	6.37	6.37
<b>Total</b>	<b>–</b>	<b>1,096.23</b>	<b>202.54</b>	<b>169.05</b>	<b>114.78</b>	<b>45.62</b>	<b>87.31</b>	<b>1,715.53</b>
Impairment Allowance								(66.22)
<b>Total</b>								<b>1,649.31</b>

(₹ in crore)

Particulars	Unbilled	Not Due	Outstanding for the year ended March 31, 2024 from the due date of payment					Total
			Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
(i) Undisputed Trade receivables – considered good	–	548.04	169.69	50.94	135.55	73.84	14.20	992.26
(ii) Undisputed Trade Receivables – which have significant increase in credit risk	–	–	–	–	–	–	–	–
(iii) Undisputed Trade Receivables – credit impaired	–	–	–	–	–	–	–	–
(iii) Disputed Trade Receivables considered good	–	–	–	–	–	–	–	–
(iv) Disputed Trade Receivables – which have significant increase in credit risk	–	–	–	–	–	–	–	–
(vi) Disputed Trade Receivables – credit impaired	–	–	–	–	–	–	7.14	7.14
<b>Total</b>	<b>–</b>	<b>548.04</b>	<b>169.69</b>	<b>50.94</b>	<b>135.55</b>	<b>73.84</b>	<b>21.34</b>	<b>999.40</b>
Impairment Allowance								(52.94)
<b>Total</b>								<b>946.46</b>



## NOTES TO STANDALONE FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

### 12.3 Current Financial Assets – Cash and Cash equivalents

(₹ in crore)

Particulars	Foot Note	As at 31st March 2025	As at 31st March 2024
Cash on Hand		0.05	0.05
Remittance in Transit		–	–
Balances with Banks:			
– On Current Accounts		592.75	567.56
– Flexi Accounts	(i) & (ii)	212.41	376.80
– Deposits with Original Maturity of Less Than 3 Months	(i) & (ii)	1,172.64	884.47
<b>Total</b>		<b>1,977.85</b>	<b>1,828.88</b>

### 12.4 Current Financial Assets – Other Bank Balances

(₹ in crore)

Particulars	Foot Note	As at 31st March 2025	As at 31st March 2024
<b>Other Bank Balances</b>			
Deposits with Original Maturity of More Than 3 Months but Less Than 12 Months	(i) & (ii)	2,145.13	2,599.61
<b>Earmarked Balances:</b>			
CSR Bank Account		0.17	0.17
Dividend Distribution Account		0.76	0.47
<b>Total</b>		<b>2,146.06</b>	<b>2,600.25</b>

#### Note for 12.3 and 12.4 :

- (i) Includes Clients Fund of ₹1,893.60 crore (31st March, 2024 : ₹2,898.36 crore) on which interest is passed on to them.
- (ii) Includes Project Fund of ₹1,375.35 crore (31st March, 2024: ₹716.24 crore)

### 12.5 Current Financial Assets – Loans

(₹ in crore)

Particulars	As at 31st March 2025	As at 31st March 2024
<b>A. Considered Good : Secured</b>		
Staff Loans and Advances	0.01	0.02
<b>B. Considered Good : Unsecured</b>		
<b>(i) Loans to Related Parties:</b>		
Subsidiaries		
– Ircon PB Tollway Limited	26.00	34.92
<b>(ii) Others:</b>		
Staff Loans & Advances	1.53	0.86
<b>Total</b>	<b>27.54</b>	<b>35.80</b>

Loan or advances in the nature of Loans granted to related parties:

Type of Borrower	As at March 31, 2025		As at March 31, 2024	
	Amount of loan or advance in the nature of loan outstanding*	% of total Loans and Advances in the nature of loans <sup>^</sup>	Amount of loan or advance in the nature of loan outstanding*	% of total Loans and Advances in the nature of loans <sup>^</sup>
Loan to Promoters	–	–	–	–
Loan to Directors	–	–	–	–
Loan to KMPs	–	–	–	–
Loan to Related parties	26.00	94.41%	34.92	97.54%
<b>Total</b>	<b>26.00</b>	<b>94.41%</b>	<b>34.92</b>	<b>97.54%</b>

\* represents loan or advance in the nature of loan

<sup>^</sup> represents percentage to the total Loans and Advances in the nature of loans.

**NOTES TO STANDALONE FINANCIAL STATEMENTS****For The Year Ended 31<sup>st</sup> March 2025****12.6 Current Assets – Other Financial Assets**

(₹ in crore)

Particulars	Foot Note	As at 31st March 2025	As at 31st March 2024
<b><u>Considered Good</u></b>			
<b>Security Deposits</b>			
– Government Departments		11.58	5.36
– Others		69.23	126.18
Earnest Money Deposit		0.90	0.90
<b>Interest Accrued on :</b>			
– Advance to Staff	(i)	0.09	0.07
– Loans to Related Parties		22.11	14.55
– Advances to Rail Land Development Authority (RLDA)		10.88	9.56
– Deposits with Banks		50.04	65.62
– Bonds and Government Securities		7.62	7.63
<b>Contract Asset :</b>			
– Billable Revenue / Receivable not due	(ii) (a) & (b)	359.52	268.59
– Construction Work in Progress (At realisable value)	(ii) (b)	1,088.73	873.48
– Retention Money with Client	(iii)	131.88	133.53
– Money Withheld by Client	(iii)	356.39	276.26
		1,936.52	1,551.86
Share Application Money pending Allotment :			
Indian Railway Stations Development Corporation Limited – 301 equity shares of ₹10 each ( 31st March, 2024 : 301 Shares) {Refer note no. 8.1}		–	–
Other Recoverable :			
<b>(a) From Related Parties (Joint Ventures)</b>			
– International Metro Civil Contractor		3.58	3.53
– Metro Tunneling Group		0.75	1.76
– IRCON – AFCON JV		–	0.42
– Chhattisgarh East Railway Limited		0.65	0.39
– Bastar Railway Private Limited		0.02	0.02
– Mahanadi Coal Railway Limited		3.81	3.35
– Jharkhand Central Railway Limited		0.10	0.08
– Express Freight Consortium		3.08	2.64
<b>(b) From Related Parties (Subsidiaries)</b>			
– Ircon Shivpuri Guna Tollway Limited		0.08	0.06
– Ircon Infrastructure & Services Limited		6.66	6.83
– Ircon PB Tollway Limited		0.34	0.33
– Ircon Vadodara Kim Expressway Limited		0.07	0.15
– Davanagere Haveri Highway Limited		0.30	0.11
– Ircon Gurgaon Rewari Highway Limited		0.36	0.15
– Ircon Akloli-Shirsad Expressway Limited		0.63	0.33
– Ircon Ludhiana Roopnagar Highway Limited		0.10	0.05
– Ircon Bhoj Morbe Highway Limited		0.50	0.53
– Ircon Haridwar Highway Limited		0.22	0.03
– Ircon Renewable Energy Limited		0.03	0.01

## NOTES TO STANDALONE FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

Particulars	Foot Note	As at 31st March 2025	As at 31st March 2024
(c) Recoverable from Rail Land Development Authority (RLDA)		4.64	4.64
(d) Claims Recoverable from Clients		14.33	20.37
(e) Advance Lease Rent		0.12	0.14
(f) Others		3.36	9.62
Considered Doubtful			
Security Deposits			
– Government Departments		0.01	0.01
– Others		0.05	0.13
Earnest Money Deposit		0.16	0.16
<b>Contract Asset :</b>			
– Retention Money with Client		4.28	4.28
– Money Withheld by Client		2.10	2.67
Recoverable from Ircon Soma Tollway Private Limited		0.05	0.05
Recoverable from Rail Land Development Authority (RLDA)		25.81	25.81
Claim Recoverable from Client Doubtful		3.13	2.59
Less : Impairment allowance for doubtful other financial assets		(35.59)	(35.70)
<b>Total</b>		<b>2,152.70</b>	<b>1,837.27</b>

### Foot Notes :

- Debts due by officers of the company, firms in which any director is a partner or private company in which any director is a member except JVs and Subsidiaries are Nil (31st March, 2024 : Nil). Further, interest accrued on advance to Director is Nil (Nil).
- (a) Includes Value of work amounting to **₹275.30 crore** ( As at 31st March, 2024 ₹201.20 crore) certified by client, but not billed by reporting date.  
(b) Includes Receivables from related parties **₹413.33 crore** (As at 31st March, 2024 : ₹270.96 crore) and are disclosed in Note : 33 (c) 5.2 (a)"
- Includes Receivables from related parties **₹106.24 crore** (As at 31st March, 2024 : ₹84.81 crore) and are disclosed in Note : 33 (c) 5.2 (b)

### 13. Current Assets – Current Tax Assets (Net)

(₹ in crore)

Particulars	As at 31st March 2025	As at 31st March 2024
Taxes Paid including TDS & Advance Tax (Net of Provision for Tax)	89.09	50.47
<b>Total</b>	<b>89.09</b>	<b>50.47</b>

### 14. Other Current Assets

(₹ in crore)

Particulars	As at 31st March 2025	As at 31st March 2024
<b>Considered Good</b>		
<b>Advances Other than Capital Advances</b>		
Advances to Contractors against material and machinery	139.00	106.00
Advances to Contractors, Suppliers and Others	771.39	1,081.49
<b>Advance Recoverable from:</b>		
– Sales Tax (including TDS)	320.17	320.23
Less : Deposited under Protest	(217.05)	(217.05)

**NOTES TO STANDALONE FINANCIAL STATEMENTS****For The Year Ended 31<sup>st</sup> March 2025**

Particulars	As at 31st March 2025	As at 31st March 2024
- Value Added Tax	68.40	69.53
- Goods & Services Tax	782.30	846.88
- Service Tax input credit	-	-
Security Deposits	45.07	45.08
Deferred Project Mobilisation Cost	10.35	12.39
Project Construction Cost	29.93	22.63
Labour/ Building Cess Receivables	0.02	-
<b>Interest Accrued on:</b>		
- Deposits & Advances with Contractors, Suppliers & Others	62.88	66.42
Prepaid Expenses	3.34	9.33
Fair valuation adjustment	0.04	0.03
<b>Considered Doubtful</b>		
Advances to Contractors, Suppliers and Others	16.99	16.99
Sales Tax (including TDS)	30.00	30.00
Value Added Tax	9.87	9.87
Less: Impairment allowance for doubtful advances	(56.86)	(56.86)
<b>Total</b>	<b>2,015.84</b>	<b>2,362.96</b>

**15. Assets held for Sale**

(₹ in crore)

Particulars	As at 31st March 2025	As at 31st March 2024
Assets held for disposal	-	-
<b>Total – Assets held for Sale</b>	<b>-</b>	<b>-</b>

- (i) Property Plant & Equipment classified as Held for Sale during the reporting period was measured at the lower of its carrying amount and fair value less costs to sell at the time of re-classification. Accordingly, impairment loss of Nil (FY 2023-24 : Nil) has been provided for.
- (ii) During the Financial Year 2023-24, two machinery in Northern Region was transferred to Property, Plant & Equipment upon criteria stated by Ind AS 105 "Non current assets held for sale" are no longer met.

**16. Equity Share capital**

(₹ in crore)

Particulars	As at 31st March 2025	As at 31st March 2024
<b>Authorised Share Capital</b>		
200,00,00,000 Equity shares of ₹2 each		
200,00,00,000 Equity shares of ₹2 each as at 31st March, 2024	400.00	400.00
	<b>400.00</b>	<b>400.00</b>
<b>Issued/Subscribed and Paid up Capital</b>		
94,05,15,740 Equity shares of ₹2 each-fully paid		
94,05,15,740 Equity shares of ₹2 each-fully paid as at 31st March, 2024	188.10	188.10
	<b>188.10</b>	<b>188.10</b>



## NOTES TO STANDALONE FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

**(a) Details of shareholders holding more than 5% of fully paid up equity shares:**

Name of the shareholder	As at 31 March 2025		As at 31 March 2024	
	No. of Share	% holding in the class	No. of Share	% holding in the class
Government of India in the name of the President of India and Government nominees	612,928,392	65.17%	612,928,392	65.17%

**(b) Details of shares held by promoter's**

Promotor Name	Shares held by Promoter as at 31st March, 2025			Shares held by Promoter as at 31st March, 2024		
	No. of shares	% of total shares	% Change during the year	No. of shares	% of total shares	% Change during the year *
Government of India in the name of the President of India and Government nominees	612,928,392	65.17%	0.00%	612,928,392	65.17%	8.01%

\* During the financial year 2023-24, the promoter has divested their stake through "Offer for Sale" of 7,53,73,258 equity shares in the company which is 8.01% of the issued/subscribed and paid up capital of the Company.

**(c) Aggregate no. of equity shares issued as bonus, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date**

Particulars	As at 31st March, 2025	As at 31st March, 2024	As at 31 March 2023	As at 31 March 2022	As at 31 March 2021	As at 31 March 2020
	No. of Share	No. of Share	No. of Share	No. of Share	No. of Share	No. of Share
Equity shares allotted other than cash	-	-	-	-	-	-
Equity shares issued as bonus shares	-	-	-	470,257,870	-	-
Equity shares Buy Back	-	-	-	-	-	-
<b>Total</b>	-	-	-	<b>470,257,870</b>	-	-

**(d) Terms / Rights attached to Equity Shares :**

**(i) Voting**

The Company has only one class of equity shares having a par value of ₹2 per share. Each holder of equity share is entitled to one vote per share.

**(ii) Liquidation**

In the event of liquidation of the Company, the holders of equity shares will be entitled to receive remaining assets of the Company, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders

**(iii) Dividend**

The dividend proposed by the Board of Directors is subject to the approval of the shareholders in ensuing Annual General Meeting

**NOTES TO STANDALONE FINANCIAL STATEMENTS****For The Year Ended 31<sup>st</sup> March 2025****(e) Reconciliation of the number of equity shares and share capital outstanding at the beginning and at the end of the year**

Particulars	As at 31 March 2025		As at 31 March 2024	
	No of shares	₹ in crore	No of shares	₹ in crore
Issued/Subscribed and Paid up equity Capital outstanding at the beginning of the year	940,515,740	188.10	940,515,740	188.10
Add: Bonus Shares Issued during the year	–	–	–	–
Issued/Subscribed and Paid up equity Capital outstanding at the end of the year	<b>940,515,740</b>	<b>188.10</b>	<b>940,515,740</b>	<b>188.10</b>

**17. Other Equity**

(₹ in crore)

Particulars	As at 31st March 2025	As at 31st March 2024
Retained Earnings	2,684.79	2,224.59
General Reserve	3,333.71	3,333.71
Capital Redemption Reserve	4.93	4.93
Other Comprehensive Income	25.90	20.43
<b>Total</b>	<b>6,049.33</b>	<b>5,583.66</b>
<b>i) Movement as per below:</b>		
<b>(a) Retained Earnings</b>		
<b>Opening Balance</b>	<b>2,224.59</b>	<b>1,642.52</b>
Transfer from surplus in statement of profit and loss	737.59	862.90
Dividend declared and paid during the year	(122.27)	(112.86)
Interim Dividend	(155.19)	(169.29)
Re-measurement of defined benefit plans (net of tax)	0.07	1.32
<b>Closing Balance</b>	<b>2,684.79</b>	<b>2,224.59</b>
<b>(b) General Reserve</b>		
<b>Opening and Closing Balance</b>	<b>3,333.71</b>	<b>3,333.71</b>
<b>(c) Capital Redemption Reserve</b>		
<b>Opening and Closing Balance</b>	<b>4.93</b>	<b>4.93</b>
<b>(d) Other Comprehensive Income</b>		
Opening Balance	20.43	9.21
Exchange loss reclassified to profit and loss	–	13.04
Foreign currency translation reserve (net of tax) during the year	5.47	(1.82)
<b>Closing Balance</b>	<b>25.90</b>	<b>20.43</b>
<b>Grand Total (a+b+c+d)</b>	<b>6,049.33</b>	<b>5,583.66</b>

**ii) Nature and Purpose of Other Reserves:****(a) Retained Earnings**

Retained Earnings represents the undistributed profits of the Company.

## NOTES TO STANDALONE FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

(₹ in crore)

### (b) General Reserve

General Reserve represents the statutory reserves, this is in accordance with Corporate Law wherein a portion of profit is apportioned to General Reserve. Under Companies Act, 2013, the transfer of any amount to General Reserve is at the discretion of the Company.

### (c) Capital Redemption Reserve

The Company has created Capital Redemption Reserve out of the profits after Buy Back of shares on 26<sup>th</sup> March 2017.

### (d) Items of Other Comprehensive Income

Other Comprehensive Income represents balance arising on account of exchange difference on translation of foreign operations.

### iii) Dividend Distribution

Particulars	As at 31st March 2025	As at 31st March 2024
<b>Cash dividends on equity shares declared / paid:</b>		
Final Dividend of FY 2023 – 24 paid during 2024–25: INR 1.30 per share (Final Dividend of FY 2022–23 paid during 2023–24: INR 1.20 per share)	122.27	112.86
Interim dividend paid during 2024–25: INR 1.65 per share (FY 2023–24: INR 1.80 per share )	155.19	169.29
<b>Total</b>	<b>277.46</b>	<b>282.15</b>

### iv) Dividends not recognised at the end of the reporting year

Final dividend recommended by the Board of Directors, subject to the approval of shareholders in the ensuing Annual General Meeting :

(₹ in crore)

Dividend for 31 March 2025: INR 1 per share (31 March, 2024: INR 1.30 per share)	94.05	122.27
<b>Total</b>	<b>94.05</b>	<b>122.27</b>

## 18. Non-Current Liabilities – Financial Liabilities

### 18.1 Non-Current Financial Liabilities – Lease Liabilities

(₹ in crore)

Particulars	As at 31st March 2025	As at 31st March 2024
Lease Liability	2.51	2.52
<b>Total</b>	<b>2.51</b>	<b>2.52</b>

### 18.2 Non-Current Financial Liabilities – Trade Payables

(₹ in crore)

Particulars	As at 31st March 2025	As at 31st March 2024
(A) Micro, Small & Medium Enterprises	–	–
(B) Other than Micro, Small & Medium Enterprises	–	–
(i) Contractor & Suppliers	–	–
<b>Total</b>	<b>–</b>	<b>–</b>

### 18.3 Non-Current Financial Liabilities – Other Financial Liabilities

(₹ in crore)

Particulars	As at 31st March 2025	As at 31st March 2024
Deposits and Retention money	561.35	757.83
Financial Guarantee Contract	0.14	0.46
<b>Total</b>	<b>561.49</b>	<b>758.29</b>

## NOTES TO STANDALONE FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

### 19. Provisions

(₹ in crore)

Particulars	Foot Note	As at 31st March 2025	As at 31st March 2024
Provision for Employee Benefits	19.1	141.28	156.88
Other Provisions	19.2	327.67	246.69
<b>Total</b>		<b>468.95</b>	<b>403.57</b>
Current		264.17	261.20
Non Current		204.78	142.37

#### 19.1 Provision for Employee Benefits :

- The provisions are created for the purpose of leave encashment, settlement allowance, post retirement medical benefits, performance related pay and leave travel concession.
- Disclosures as per Ind AS 19 'Employee benefits' are provided in Note .
- Movement in the carrying value of Provisions for Employee Benefits are provided as below:

(₹ in crore)

Particulars	Leave Salary*	Settlement Allowance on Retirement	Post Retirement Medical Benefits	Performance Related Pay	Leave Travel Concession	Contribution to PF & Other Funds	Total
<b>As at 31st March, 2024</b>	<b>72.18</b>	<b>1.13</b>	<b>5.17</b>	<b>52.80</b>	<b>0.20</b>	<b>25.41</b>	<b>156.89</b>
Current	8.61	0.13	5.17	52.80	0.02	25.41	92.14
Non Current	63.57	1.00	-	-	0.18	-	64.75
Provision made during the year	16.98	0.16	5.02	28.50	0.01	-	50.67
Less: Utilization during the year	(11.70)	(0.02)	(5.17)	(29.28)	-	(6.58)	(52.75)
Less: Write Back during the year	-	-	-	(13.65)	-	-	(13.65)
Actuarial Gain/Loss	-	(0.11)	-	-	-	-	(0.11)
(Exchange Gain) / Loss	0.23	-	-	-	-	-	0.23
<b>As at 31st March, 2025</b>	<b>77.69</b>	<b>1.16</b>	<b>5.02</b>	<b>38.37</b>	<b>0.21</b>	<b>18.83</b>	<b>141.28</b>
Current	9.96	0.15	5.02	38.37	0.03	18.83	72.36
Non Current	67.73	1.01	-	-	0.18	-	68.92

\* Includes ₹0.55 crore for employees posted on Foreign Projects on which leave salary provision has been made on actual basis.

#### 19.2 Other Provisions :

Disclosures as per Ind AS 37 regarding nature of provisions and movements in provisions are as follows :

##### a) Demobilisation Provisions

The Company has made provision for demobilisation to meet the expenditure towards demobilisation of manpower and plant & equipment in respect of foreign projects.

##### b) Maintenance Provisions

- In Cost Plus contract, no provision for maintenance is required to be made where cost is reimbursable.
- Item Rate and Lump Sum turnkey contracts, provision is made for maintenance to cover company's liability during defect liability period keeping into consideration the contractual obligations, obligations of the sub-contractor, operating turnover and other relevant factors

##### c) Onerous Contracts

The Company has a contract where total contract cost exceeds the total contract revenue. In such situation as per Ind AS 115 and Ind AS 37 the Company has to provide for these losses. The provision is based on the estimate made by the management.

##### d) Legal Cases

Provision for legal cases represents liabilities that are expected to materialise in respect of matters in courts, arbitrations and appeal.

##### e) Provisions for Other Expenses

Provision for other expenses represents expected liabilities in respect of indirect taxes and Others



## NOTES TO STANDALONE FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

(₹ in crore)

Particulars	Demobilisation	Maintenance	Onerous Contracts	Legal Cases	Other Expenses	Total
<b>As at 31st March, 2024</b>	<b>15.02</b>	<b>65.60</b>	<b>68.99</b>	<b>59.49</b>	<b>37.58</b>	<b>246.68</b>
Current	13.52	42.38	16.09	59.49	37.58	169.06
Non Current	1.50	23.22	52.90	–	–	77.62
Provision made during the year	0.57	17.39	188.69	7.05	37.73	254.67
Less: Utilization during the year	–	(12.87)	(141.80)	(1.47)	(3.29)	(159.43)
Less: Write Back during the year	(0.64)	(8.28)	(0.18)	(1.65)	(3.04)	(17.03)
(Exchange Gain) / Loss	0.49	0.80	–	–	0.15	1.44
Unwinding of discount	0.02	1.32	–	–	–	1.34
<b>As at 31st March, 2025</b>	<b>15.46</b>	<b>63.96</b>	<b>115.70</b>	<b>63.42</b>	<b>69.13</b>	<b>327.67</b>
Current	13.35	26.62	19.28	63.42	69.13	191.81
Non Current	2.11	37.34	96.42	–	–	135.86

## 20. Other Non- Current Liabilities

(₹ in crore)

Particulars	As at 31st March, 2025	As at 31st March, 2024
<b>Contract Liability</b>		
Advance from clients	854.03	930.32
<b>b) Others</b>		
Others	2.84	2.54
Lease Equilisation Liability	5.52	7.62
<b>Total</b>	<b>862.39</b>	<b>940.48</b>

### Notes:

Terms and Conditions and other balances with related parties are disclosed in Note 33.

## 21. Current Liabilities – Financial Liabilities

### 21.1 Current Financial Liabilities – Lease Liabilities

(₹ in crore)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Lease Liability	0.88	0.72
<b>Total</b>	<b>0.88</b>	<b>0.72</b>

### 21.2 Current Financial Liabilities – Trade Payables

(₹ in crore)

Particulars	As at 31st March, 2025	As at 31st March, 2024
(A) Micro, Small & Medium Enterprises	33.71	3.73
(B) Other than Micro, Small & Medium Enterprises		
(i) Contractor & Suppliers	1,184.41	845.01
(ii) Related Parties	6.77	5.63
<b>Total</b>	<b>1,224.89</b>	<b>854.37</b>

### Notes:

- Disclosures as required under Companies Act, 2013 / Micro, Small and Medium Enterprises Development Act, 2006 (MSMED) are provided in Note 43.
- Terms and Conditions and other balances with related parties are disclosed in Note 33.

## NOTES TO STANDALONE FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

#### Trade payables Ageing Schedule for the year ended as at 31st March, 2025 and 31st March, 2024

Particulars	Unbilled	Not Due	Outstanding for the year ended as at 31st March, 2025 from the due date of payment				Total
			Less than 1 year	1-2 year	2-3 years	More than 3 years	
Total outstanding dues of micro enterprises and small enterprises	14.08	17.29	2.34	–	–	–	33.71
Total outstanding dues of Creditors other than micro enterprises and small enterprises	452.09	250.23	469.74	3.24	4.12	11.64	1,191.07
Disputed dues of micro enterprises and small enterprises	–	–	–	–	–	–	–
Disputed dues of Creditors other than micro enterprises and small enterprises	–	–	–	–	–	0.11	0.11
<b>Total</b>	<b>466.17</b>	<b>267.52</b>	<b>472.08</b>	<b>3.24</b>	<b>4.12</b>	<b>11.75</b>	<b>1,224.89</b>

Particulars	Unbilled	Not Due	Outstanding for the year ended as at 31st March, 2024 from the due date of payment				Total
			Less than 1 year	1-2 year	2-3 years	More than 3 years	
Total outstanding dues of micro enterprises and small enterprises	2.73	–	1.00	0.01	–	–	3.73
Total outstanding dues of Creditors other than micro enterprises and small enterprises	436.01	94.55	289.90	5.31	13.32	11.50	850.59
Disputed dues of micro enterprises and small enterprises	–	–	–	–	–	–	–
Disputed dues of Creditors other than micro enterprises and small enterprises	0.02	–	–	–	–	0.02	0.04
<b>Total</b>	<b>438.76</b>	<b>94.55</b>	<b>290.89</b>	<b>5.32</b>	<b>13.32</b>	<b>11.53</b>	<b>854.37</b>

### 21.3 Current Liabilities – Other Financial Liabilities

(₹ in crore)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Gratuity Payable	4.64	3.81
Deposits, Retention money and Money Withheld	1,689.48	1,677.16
Financial Guarantee Contract	0.47	0.47
Amount Payable to Client	614.93	628.23
Dividend Payable to Client	5.31	4.01
Interest Payable on Advance from Client	270.56	337.90
Other Payables (including Staff Payable)	151.82	141.23
<b>Total</b>	<b>2,737.21</b>	<b>2,792.81</b>

## NOTES TO STANDALONE FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

### 22. Other Current Liabilities

(₹ in crore)

Particulars	As at 31st March 2025	As at 31st March 2024
<b>a) Contract Liability</b>		
Advance from clients	1,808.11	1,943.92
– Less: Deposits under protest	(217.05)	(217.05)
Advance contract receipts	441.11	391.42
<b>b) Others</b>		
Statutory dues *	360.17	378.16
CSR Liability	2.25	–
Lease Equilisation Liability	2.10	4.31
<b>Total</b>	<b>2,396.69</b>	<b>2,500.76</b>

#### Notes:

\* Statutory dues includes liability for Goods and Service Tax (GST), TDS, Provident Fund and other statutory dues.

### 23. Current Tax Liability (Net)

(₹ in crore)

Particulars	As at 31st March 2025	As at 31st March 2024
Provision for tax (Net of Advance Tax)	8.50	58.85
<b>Total</b>	<b>8.50</b>	<b>58.85</b>

### 24. Revenue from Operations

(₹ in crore)

Particulars	For the year ended 31st March 2025	For the year ended 31st March 2024
Contract Revenue	10,134.48	11,918.94
Company's share of turnover in Integrated Joint Operations (unincorporated)	0.96	0.95
Machinery Hire Charges	3.67	0.20
'Other Operating Revenue	54.03	30.31
<b>Total</b>	<b>10,193.14</b>	<b>11,950.40</b>

### 25. Other Income

(₹ in crore)

Particulars	For the year ended 31st March 2025	For the year ended 31st March 2024
<b>Interest Income :</b>		
Interest on Tax Free Bonds and Government Securities	8.88	15.28
Interest on Refund of Income-tax	12.49	26.93
Interest on Staff Advances	0.05	0.06
Interest on Loan to Related Parties *	11.30	14.15
Interest on Other Advances/Claims	44.69	83.63
Less:- Other Interest Passed to Clients	(7.31)	(29.17)
Interest Income on Unwinding of Financial Instruments <sup>1</sup>	16.26	16.31

**NOTES TO STANDALONE FINANCIAL STATEMENTS****For The Year Ended 31<sup>st</sup> March 2025**

(₹ in crore)

Particulars	For the year ended 31st March 2025	For the year ended 31st March 2024
Interest on Debenture of IRPL	5.09	-
Bank Interest Gross	235.34	267.98
Less:- Bank Interest Passed to Clients	(34.65)	(66.21)
Amortisation of Financial Instruments	0.47	0.02
<b>Others :</b>		
Profit on Sale of Assets	0.49	0.52
Profit on Sale of Mutual Funds	53.63	37.14
Less:-Profit on Sale of Mutual Fund Passed to Clients	(4.39)	(9.50)
Miscellaneous Income <sup>2</sup>	10.61	5.59
Less:-Insurance Claim Passed on	(2.64)	-
Exchange Fluctuation Gain (Net)	21.66	-
Dividend from Subsidiary & Joint Venture Company *	111.33	72.00
Gain/Loss on Changes of Fair Value of Mutual Funds	1.01	2.71
<b>Total</b>	<b>484.31</b>	<b>437.45</b>

1 Includes ₹16.17 crore (31st March, 2024 ₹16.31 crore) on account of fair value of loan of Ircon PB Tollway limited.

2 Includes Company shares of other income of JCE ₹0.14 crore (31st March, 2024 ₹0.17 crore).

**\* Interest on Loan and Dividend Income from Related Parties:****Interest on Loan from Related Parties:**

(₹ in crore)

Particulars of Related Parties	For the year ended 31st March, 2025	For the year ended 31st March, 2024
- Chhattisgarh East Railway Limited	-	0.29
- Chhattisgarh East-West Railway Limited	1.51	0.78
- Ircon Shivpuri Guna Tollway Limited	0.86	-
- Ircon Davanagere Haveri Highway Limited	4.27	4.15
- Ircon Vadodara Kim Expressway Limited	4.16	5.63
- Mahanadi Coal Railway Limited	0.50	3.30
	<b>11.30</b>	<b>14.15</b>

**Interest on Loan from Related Parties:**

(₹ in crore)

Particulars of Related Parties	For the year ended 31st March, 2025	For the year ended 31st March, 2024
- Ircon Infrastructure & Services Limited	8.83	2.50
- Ircon - Soma Tollway Private Limited	102.50	69.50
<b>Total</b>	<b>111.33</b>	<b>72.00</b>

**26. (i) Materials and Stores consumed**

(₹ in crore)

Particulars	For the year ended 31st March 2025	For the year ended 31st March 2024
Opening Balance	31.65	33.22
Add: Purchases during the year (i)	639.58	529.98
	671.23	563.20
Less: Closing Balance	(7.84)	(31.65)
<b>Total</b>	<b>663.39</b>	<b>531.55</b>

(i) Includes Exchange gain/ (loss) of Ind AS for ₹0.17 crore (31st March 2024 : ₹0.03 crore).



## NOTES TO STANDALONE FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

### 26. (ii) (Increase) / Decrease in WIP

(₹ in crore)

Particulars	For the year ended 31st March 2025	For the year ended 31st March 2024
Opening Balance	–	49.52
Add: Adjustments during the year for exchange gain/ (loss)	–	0.23
	–	49.75
Less: Closing Balance	–	–
<b>Total</b>	<b>–</b>	<b>49.76</b>

### 26. (iii) Project and Other Expenses

(₹ in crore)

Particulars	Project Expenses		Other Expenses	
	For the year ended 31st March 2025	For the year ended 31st March 2024	For the year ended 31st March 2025	For the year ended 31st March 2024
Work Expenses	8,469.50	9,982.29	–	–
Design, Drawing, Business Development & Consultancy Charges	32.54	10.94	–	–
Inspection, Geo Technical Investigation & Survey Exp. Etc.	21.29	30.65	–	–
Repairs and Maintenance of Machinery	4.93	7.40	–	–
Hire Charges of Machinery	8.13	14.75	–	–
Exchange Fluctuation Loss (Net)	–	–	–	14.42
Reclassification of exchange loss from equity to profit and loss	–	–	–	13.04
Rent – Non-residential	7.98	5.94	0.52	0.65
Rates and Taxes	15.55	23.73	0.62	0.59
Vehicle Operation and Maintenance	14.38	16.74	2.18	2.30
Repairs and Maintenance				
– Building	0.09	0.30	0.35	0.21
– Office and Others	5.36	5.62	9.56	9.61
Power, Electricity and Water charges	4.06	6.01	2.16	2.02
Insurance	6.98	10.43	0.44	0.38
Travelling & Conveyance	13.65	12.32	3.48	3.50
Printing & Stationery	0.93	0.99	0.67	0.38
Postage, Telephone & Telex	1.05	1.09	0.87	0.38
Bank Charges & Commission	6.01	10.96	1.94	0.84
Legal & Professional charges	20.52	5.34	13.49	10.96
Security Services	2.59	2.14	0.69	0.94
Listing Expenses	–	–	0.07	0.06
Business promotion	0.40	0.38	1.11	0.58
Write-off of :				
– Debts	–	0.62	–	–
Loss on sale of Assets / Stores	–	–	0.45	0.15
Director sitting fee	–	–	0.18	0.17

## NOTES TO STANDALONE FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

Particulars	Project Expenses		Other Expenses	
	For the year ended 31st March 2025	For the year ended 31st March 2024	For the year ended 31st March 2025	For the year ended 31st March 2024
Auditors Remuneration (iii)	-	-	0.93	0.72
Advertisement & Publicity	-	-	1.64	1.55
Training & Recruitment	-	-	0.49	0.46
Corporate Social Responsibility (Refer Note 44)	-	-	14.15	11.65
Miscellaneous expenses	4.62	4.08	6.37	5.21
Proportionate share of expenses in Integrated Joint operations (unincorporated)	0.06	0.31	-	-
Provisions (Addition - Write Back) (i)	250.86	82.68	-	-
Provisions Utilised (ii)	(159.49)	(18.39)	-	-
<b>Total</b>	<b>8,731.99</b>	<b>10,217.32</b>	<b>62.36</b>	<b>80.77</b>

### Foot Note:-

- (i) Includes **₹13.24 crore** (FY - 2023-24 ₹20.69 crore.) for against Provisions Addition-Write back for Doubtful Advance & Debts.
- (ii) Includes **₹0.08 crore** (FY - 2023-24 ₹0.62 crore) against Doubtful Advance & Debts.

### (iii) Payment to Statutory Auditors:

(₹ in crore)

Particulars	For the year ended 31st March 2025	For the year ended 31st March 2024
(a) Audit Fee - current year	0.38	0.36
(b) Tax Audit Fees - current year	0.11	0.11
(c) Fee for Quarterly Limited Review	0.21	0.19
(d) Certification Fees	0.15	0.05
(e) Travelling & out of pocket expenses:		
- Travelling Expenses	0.05	-
- Out of Pocket Expenses	0.03	0.01
<b>Total</b>	<b>0.93</b>	<b>0.72</b>

## 27. Employee Benefits Expenses

(₹ in crore)

Particulars	For the year ended 31st March, 2025			For the year ended 31st March, 2024		
	Project Expenses	Other Expenses	Total	Project Expenses	Other Expenses	Total
Salaries, Wages and Bonus (i)	155.16	49.40	204.56	160.47	70.82	231.29
Contribution to Provident and Other Funds	9.56	4.03	13.59	9.94	28.19	38.13
Foreign Service Contribution	-	2.07	2.07	-	2.10	2.10
Retirement Benefits	18.64	15.47	34.11	20.99	12.38	33.37
Staff Welfare	1.25	0.66	1.91	1.78	0.42	2.20
<b>Total</b>	<b>184.61</b>	<b>71.63</b>	<b>256.24</b>	<b>193.18</b>	<b>113.91</b>	<b>307.09</b>

### Foot Notes:-

- (i) Includes income-tax on non-monetary perks **₹0.56 crore** (31st March, 2024 : ₹0.53 crore).

## NOTES TO STANDALONE FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

### 28. Finance Costs

(₹ in crore)

Particulars	For the year ended 31st March 2025	For the year ended 31st March 2024
Interest Expense (i)	4.36	9.59
Less: Interest on Advance to Rail Land Development Authority (RLDA)	—	(2.07)
Other Borrowing Cost		
– Bank Guarantee & Other Charges	1.34	1.05
Interest on Unwinding of Financial Instruments	—	—
Interest Cost on Lease Liability	0.27	0.28
Amortisation of Financial Instruments	0.10	—
Unwinding of Discount on Provisions	1.34	0.76
<b>Total</b>	<b>7.41</b>	<b>9.61</b>

#### Foot Notes:-

(i) Includes interest on income-tax ₹0.0004 crore (31st March, 2024 : ₹0.02 Crore).

### 29. Depreciation, Amortisation and Impairment

(₹ in crore)

Particulars	For the year ended 31st March 2025	For the year ended 31st March 2024
Depreciation of Property, Plant and equipment	20.32	20.03
Depreciation of Right to Use – Lease Assets	1.22	1.13
Amortization of Intangible Assets	4.34	3.23
Depreciation of Investment Property	12.37	11.82
<b>Total</b>	<b>38.25</b>	<b>36.21</b>

### 30. Components of Other Comprehensive Income (OCI)

The disaggregation of changes to OCI by each type of reserve in equity is shown below

(₹ in crore)

Particulars	For the year ended 31st March 2025	For the year ended 31st March 2024
Remeasurement Gain/(Loss) on Defined Benefit Plans	0.09	1.78
Income tax relating to Items that will not be reclassified to profit or loss	(0.02)	(0.45)
<b>Total</b>	<b>0.07</b>	<b>1.33</b>

**NOTES TO STANDALONE FINANCIAL STATEMENTS****For The Year Ended 31<sup>st</sup> March 2025**

(₹ in crore)

Particulars	For the year ended 31st March 2025	For the year ended 31st March 2024
Foreign Exchange Translation Difference	7.31	(2.44)
Income Tax relating to Items that will be reclassified to profit or loss	(1.84)	0.61
<b>Total</b>	<b>5.47</b>	<b>(1.83)</b>
<b>Grand Total</b>	<b>5.54</b>	<b>(0.50)</b>

**31 A. Fair Value Measurements****(i) Category wise classification of Financial Instruments**

Financial assets and financial liabilities are measured at fair value in these financial statement and are grouped into three levels of a fair value hierarchy. The three Levels are defined based on the observability of significant inputs to the measurement, as follows:

**Level 1:** Quoted prices (unadjusted) in active markets for identical assets or liabilities.

**Level 2:** Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

**Level 3:** Unobservable inputs for the asset or liability.

a) The carrying values and fair values of financial instruments by categories as at 31 March, 2025 are as follows: \*

(₹ in crore)

Particulars	Fair Value			
	Carrying Value	Level 1	Level 2	Level 3
<b>Financial Assets at Fair Value Through Profit and Loss ('FVTPL')</b>				
Investment in Mutual Funds	285.50	285.50	-	-
<b>Total</b>	<b>285.50</b>	<b>285.50</b>	<b>-</b>	<b>-</b>
<b>Financial Assets at Amortized Cost</b>				
(i) Investments				
Investments in Tax Free Bonds	125.20	-	-	125.20
Investments in Government Securities	-	-	-	-
(ii) Loans	273.70	-	-	273.70
(iii) Other Financial Assets	2,189.39	-	-	2,189.39
<b>Total</b>	<b>2,588.29</b>	<b>-</b>	<b>-</b>	<b>2,588.29</b>

(₹ in crore)

Particulars	Fair Value			
	Carrying Value	Level 1	Level 2	Level 3
<b>Financial Liabilities at Amortized Cost</b>				
(i) Borrowings	-	-	-	-
(ii) Lease Liability	3.39	-	-	3.39
(iii) Other Financial Liabilities	3,298.70	-	-	3,298.70
<b>Total</b>	<b>3,302.09</b>	<b>-</b>	<b>-</b>	<b>3,302.09</b>



## NOTES TO STANDALONE FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

b) The carrying values and fair values of financial instruments by categories as at 31 March, 2024 are as follows: \*

(₹ in crore)

Particulars	Fair Value			
	Carrying Value	Level 1	Level 2	Level 3
<b>Financial Assets at Fair Value Through Profit and Loss ('FVTPL')</b>				
Investment in Mutual Funds	562.00	562.00	–	–
<b>Total</b>	<b>562.00</b>	<b>562.00</b>	<b>–</b>	<b>–</b>
<b>Financial Assets at Amortized Cost</b>				
(i) Investments				
Investments in Tax Free Bonds	125.19	–	–	125.19
Investments in Government Securities	1.51	–	–	1.51
(ii) Loans	314.90	–	–	314.90
(iii) Other Financial Assets	1,876.65	–	–	1,876.65
<b>Total</b>	<b>2,318.25</b>	<b>–</b>	<b>–</b>	<b>2,318.25</b>

(₹ in crore)

Particulars	Fair Value			
	Carrying Value	Level 1	Level 2	Level 3
<b>Financial Liabilities at Amortized Cost</b>				
(i) Borrowings	–	–	–	–
(ii) Lease Liability	3.24	–	–	3.24
(iii) Other Financial Liabilities	3,551.10	–	–	3,551.10
<b>Total</b>	<b>3,554.34</b>	<b>–</b>	<b>–</b>	<b>3,554.34</b>

The management assessed that cash and cash equivalents, trade receivables, trade payables, bank overdrafts and other current financial liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties. The following methods and assumptions were used to estimate the fair values:

- The fair value of investments in mutual fund units is based on the Net Asset Value ('NAV') as stated by the issuers of these mutual fund units in the published statements as at Balance Sheet date. NAV represents the price at which the issuer will issue further units of mutual fund and the price at which issuers will redeem such units from the investors
- Investment in subsidiaries and joint ventures are classified as equity investments have been accounted at historical cost. since these are scope out of Ind AS 109 for the purposes of measurement, the same have not been disclosed in the tables above.

\* During the financial year 2024–25 and 2023–24, there were no transfer between Level 1, Level 2 and Level 3 fair value measurements.

### 31 B. Financial Risk Management

The Company's principal financial liabilities comprise borrowings, trade, lease liability and other payables. The Company's principal financial assets include loans to related parties, trade and other receivables, and cash and short-term deposits that derive directly from its operations. The Company also holds investment in mutual funds, tax free bonds and Government securities. The Company's activities expose it to some of the financial risks:

**NOTES TO STANDALONE FINANCIAL STATEMENTS****For The Year Ended 31<sup>st</sup> March 2025**

market risk, credit risk and liquidity risk.

**a) Market Risk**

Market risk is the risk that the fair value of future cash flows of a financial instruments will fluctuate because of changes in market prices. Market risk comprises Foreign currency risk and Interest rate risk. Financial instruments affected by market risk includes borrowings, trade receivables, trade payable and other non derivative financial instruments.

**(i) Foreign Currency Risk**

The Company operates internationally and is exposed to insignificant foreign currency risk (since receipts & payments in foreign currency are generally matched) arising from foreign currency transactions, primarily with respect to the USD, EURO, BDT, DZD, LKR, JPY, MMK and ZAR. Significant foreign currency risk of group are naturally hedged.

As of March 31, 2025 and March 31, 2024, every 5% increase or decrease of the respective foreign currency would impact our profit before tax by approximately ₹28.96 crore and ₹2.45 crore respectively.

The Company's significant exposure to foreign currency risk at the end of reporting period are as follows:

**As at 31 March 2025**

(₹ in crore)

Particulars	USD	EURO	DZD	BDT	LKR	MYR	JPY	MMK	ZAR	Total
<b>Assets</b>										
Trade Receivables	11.23	87.20	21.10	-	-	3.32	4.94	-	-	127.78
Cash & Bank Balances	38.30	0.12	52.14	1.92	3.05	7.45	13.10	0.13	65.17	181.38
Advance to Contractors	-	-	-	2.55	-	-	77.95	83.07	-	163.57
Other Assets	16.50	3.35	60.16	-	1.28	-	6.23	9.44	-	96.96
<b>Total</b>	<b>66.03</b>	<b>90.66</b>	<b>133.40</b>	<b>4.47</b>	<b>4.33</b>	<b>10.77</b>	<b>102.22</b>	<b>92.64</b>	<b>65.17</b>	<b>569.69</b>
<b>Liabilities</b>										
Trade Payables	2.14	13.05	46.47	0.73	12.34	0.14	5.52	26.88	-	107.27
Advance from Client	30.08	-	-	-	-	0.23	746.13	-	-	776.44
Other Liabilities	37.16	11.29	195.05	-	5.03	0.16	16.47	-	-	265.16
<b>Total</b>	<b>69.38</b>	<b>24.34</b>	<b>241.52</b>	<b>0.73</b>	<b>17.37</b>	<b>0.53</b>	<b>768.13</b>	<b>26.88</b>	<b>-</b>	<b>1,148.87</b>

**As at 31 March 2024**

(₹ in crore)

Particulars	USD	EURO	DZD	BDT	LKR	MYR	JPY	MMK	ZAR	Total
<b>Assets</b>										
Trade Receivables	22.85	75.12	46.64	-	-	-	47.27	-	-	191.88
Cash & Bank Balances	184.32	237.44	60.99	2.07	3.95	5.09	60.17	0.34	78.56	632.93
Advance to Contractors	0.14	-	-	5.16	-	-	32.92	76.95	-	115.17
Other Assets	7.89	5.35	68.08	-	6.74	-	9.92	-	-	97.98
<b>Total</b>	<b>215.20</b>	<b>317.91</b>	<b>175.71</b>	<b>7.23</b>	<b>10.69</b>	<b>5.09</b>	<b>150.28</b>	<b>77.29</b>	<b>78.56</b>	<b>1,037.96</b>
<b>Liabilities</b>										
Trade Payables	3.02	30.79	11.24	2.63	23.36	-	-	5.97	-	77.01
Advance from Client	55.80	-	-	-	-	-	541.55	-	-	597.35
Other Liabilities	25.68	8.02	261.54	-	4.85	-	14.27	0.19	-	314.55
<b>Total</b>	<b>84.50</b>	<b>38.81</b>	<b>272.78</b>	<b>2.63</b>	<b>28.21</b>	<b>-</b>	<b>555.82</b>	<b>6.16</b>	<b>-</b>	<b>988.91</b>

**(ii) Interest Rate Risk**

## NOTES TO STANDALONE FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

Interest rate risk is the risk that the fair value of future cash flows of a financial instruments will fluctuate because of change in market interest rate. The company manages its interest risk in accordance with the companies policies and risk objective. Financial instruments affected by interest rate risk includes tax free bonds, Govt. Securities and deposits with banks. Interest rate risk on these financial instruments are very low as interest rate is fixed for the period of financial instruments. Also, the Company does not have any interest risk on loans / borrowings as it bears fixed rate of interest.

#### b) Credit Risk

The Company's customer profile include Ministry of Railways, Public Sector Enterprises, State Owned Companies in India and abroad. Accordingly, the Company's customer credit risk is low. The Company's average project execution cycle is around 24 to 36 months. General payment terms include mobilisation advance, monthly progress payments with a credit period ranging from 45 to 60 days and certain retention money to be released at the end of the project. In some cases retentions are substituted with bank / corporate guarantees. The Company has a detailed review mechanism of overdue customer receivables at various levels within organisation to ensure proper attention and focus for realisation.

The Company is exposed to credit risk for guarantees given. The Company's maximum exposure in this respect is the maximum amount the Company may have to pay if the guarantee is called on (see Note 37). Based on expectations at the end of the reporting period, the Company considers that it is more likely that such an amount will not be payable under the arrangement.

#### Trade and other receivable

The Company's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry and country in which the customer operates, also has an influence on credit risk assessment.

#### Exposure to Credit Risk

(₹ in crore)

Particulars	As at 31st March 2025	As at 31st March 2024
<b>Financial Assets for which allowance is measured using Lifetime Expected Credit Losses (LECL)</b>		
Non Current Investments	2,444.31	2,275.88
Non Current Loans	246.16	279.10
Other Non Current Financial Assets	5.41	24.63
Current Investments	410.70	563.51
Cash and Cash Equivalents	1,977.85	1,828.88
Other Bank Balances	2,146.06	2,600.25
Current Loans	27.54	35.80
Other Current Financial Assets	245.39	314.16
<b>Financial Assets for which allowance is measured using Simplified Approach</b>		
Trade Receivables	1,715.53	999.40
Contract Assets	1,974.18	1,573.56

#### Summary of change in loss allowances measured using Simplified approach

(₹ in crore)

Particulars	For the year ended 31st March 2025	For the year ended 31st March 2024
<b>Opening Allowances</b>	<b>59.90</b>	<b>40.17</b>
Provided during the year	14.50	20.35
Utilization during the year	-	(0.62)
Amount written-off	(1.79)	-
<b>Closing Allowances</b>	<b>72.61</b>	<b>59.90</b>

During the year, the Company has recognised loss allowance of **₹14.50 crore** (31st March, 2024 : ₹20.35 crore).

**NOTES TO STANDALONE FINANCIAL STATEMENTS****For The Year Ended 31<sup>st</sup> March 2025****Summary of change in loss allowances measured using Lifetime Expected Credit Losses (LECL) approach**

(₹ in crore)

Particulars	For the year ended 31st March 2025	For the year ended 31st March 2024
Opening Allowances	28.74	28.40
Provided during the year	0.53	0.35
Utilization during the year	(0.08)	(0.01)
Amount written-off	-	-
(Exchange gain) / loss	-	(0.01)
<b>Closing Allowances</b>	<b>29.19</b>	<b>28.73</b>

During the year, the Company has recognised loss allowance of **₹0.53 crore** (31st March, 2024 : ₹0.35 crore).

**c) Liquidity risk**

The Company manages liquidity risk by maintaining sufficient cash and marketable securities and by having access to funding through an adequate amount of committed credit lines. The treasury department regularly monitors the position of Cash and Cash Equivalents vis-à-vis projections. Assessment of maturity profiles of financial assets and financial liabilities and maintenance of Balance Sheet liquidity ratios are considered while reviewing the liquidity position.

The Company's investment policy and strategy are focused on preservation of capital and supporting the Company's liquidity requirements. The senior Management of the Company oversees its investment strategy and achieve its investment objectives. The Company typically invests in government of India debt bonds and mutual funds. The policy requires investments generally to be investment grade, with the primary objective of minimising the potential risk of principal loss.

The NHAI bonds bear a fixed rate of interest thus they are not affected by the change in bond yield rates and the mutual funds are highly liquid assets which are paid out monthly and re-invested.

The table below provides details regarding the significant financial liabilities as at 31st March, 2025 and 31st March, 2024

(₹ in crore)

Particulars	As on 31 March, 2025		
	Less than 1 Year	1-2 years	2 Years and above
Borrowings	-	-	-
Trade payables	1,224.89	-	-
Lease Liability	0.88	0.88	1.63
Other financial liabilities	2,737.21	561.49	-

Particulars	As on 31 March, 2024		
	Less than 1 Year	1-2 years	2 Years and above
Borrowings	-	-	-
Trade payables	854.37	-	-
Lease Liability	0.72	0.66	1.86
Other financial liabilities	2,792.81	758.29	-

**d) Excessive risk concentration**

Concentrations arise when a number of counterparties are engaged in similar business activities, or activities in the same geographical region, or have economic features that would cause their ability to meet contractual obligations to be similarly affected by changes in economic, political or other conditions. Concentrations indicate the relative sensitivity of the Company's performance to developments affecting a particular industry.

In order to avoid excessive concentrations of risk, the Company's policies and procedures include specific guidelines to focus on the maintenance of a diversified portfolio. Identified concentrations of credit risks are controlled and managed accordingly.



## NOTES TO STANDALONE FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

The following table gives details in respect of revenues generated from top five projects.

(₹ in crore)

Particulars	For the year ended	
	31st March 2025	31st March 2024
Revenue from top 5 Projects	5,095.81	5,453.28
	<b>5,095.81</b>	<b>5,453.28</b>

### 31.C. Capital Management

The Company objective to manage its capital in a manner to ensure and safeguard their ability to continue as a going concern so that the Company can continue to provide maximum returns to shareholders and benefit to other stakeholders. The Company has paid dividend as per the guidelines issued by Department of Investment and Public Asset Management (DIPAM) as follows :-

#### Dividends :-

(₹ in crore)

Particulars	For the year ended	
	31st March 2025	31st March 2024
Dividend Paid	277.46	282.15
<b>Total</b>	<b>277.46</b>	<b>282.15</b>

The BoD has recommended a final Dividend of ₹1 per equity share on face value of ₹2/- for the financial year 2024-25, subject to the approval of the shareholders at the AGM. This is in addition to Interim Dividend paid @ 1.65 per equity share on face value of ₹2/-.

Further, the Company manages its capital structure to make adjustments in light of changes in economic conditions and the requirements of the financial covenants.

### 32. Employee Benefits

Disclosures in compliance with Ind AS 19 "Employee Benefits" are as under:

#### (a) Defined Contribution Plans – General Description

##### (i) Pension

The Company has implemented IRCON Defined Contribution Superannuation Pension Scheme, 2009 i.e. April 01, 2009, for all regular employees drawing pay in IDA scale irrespective of their length of service except for those employees who joined before January 01, 2017 but would superannuate/resign after January 01, 2017, before completing 15 years of service, in such case Employer contribution towards pension would be effective from January 01, 2017 only. The scheme was managed by a Separate Trust formed in the year 2015-16 for this purpose and approved by the Income Tax Authorities.

In FY 2023-24, the Board of Directors in its 286<sup>th</sup> meeting held on 11th May, 2023 has approved for shifting of IRCON Defined Contribution Superannuation Pension Scheme, 2009 maintained with LIC to National Pension System (NPS).

Company's share of contribution to NPS during the FY 2024-25 amounts to **₹9.44 crore** (₹4.72 crore to NPS & ₹4.63 crore to Pension Trust) .

##### (ii) Post Retirement Medical Benefit (PRMB)

The Company had established an irrevocable trust by initial one-time contribution of ₹12.00 crore during the year 2000-01 for providing annuity, medical and other benefits to the spouse of employees who die in harness as a voluntary welfare measure for which the Company is not liable for providing such benefit to its employees. Further, the Company provides medical benefits to its employees (and spouse) who superannuate from the Company. The Company has contributed **₹5.02 crore** (₹5.17 crore) based on DPE guidelines on Superannuation Benefits.

**NOTES TO STANDALONE FINANCIAL STATEMENTS****For The Year Ended 31<sup>st</sup> March 2025****(b) Defined Benefit Plans – General Description****(i) Provident fund**

The Company pays fixed contribution of Provident Fund at a pre-determined rate to a separate trust ( IRCON Contributory Provident Fund Trust), which invests the funds in permitted securities. The trust is required to pay a minimum rate of interest on contribution to the members of the trust. The trust is approved by the Income Tax Authorities. The Company has an obligation to make good the shortfall, if any, between the return from the investment of the trust and the interest payment based on the notified interest rate.

During the period, the Company has contributed **₹19.86 crore** (₹15.78 crore) to the trust towards employer's contribution for provident fund which includes ₹6.58 Cr. towards reimbursement on account of loss on investment.

**(ii) Gratuity**

The Company has implemented IRCON Employees Group Gratuity Scheme to provide financial assistance to the employees of the Company as a social security measure on the termination of their employment due to superannuation, retirement, resignation, physical incapacitation or death. The scheme is managed by a separate trust formed in the year 2015-16 for this purpose and approved by the Income Tax Authorities. Funds of the Trust are managed by LIC of India. As at March 31, 2025 a liability of **₹4.64 crore** (₹3.81 crore) has been provided in the books of accounts based on the actuarial valuation.

**(iii) Other Retirement Benefits – General Description**

Other retirement benefits include settlement at home-town or to the place where he/she or his/her family intends to settle in India including Baggage Allowance. The liability on this account is recognized on the basis of actuarial valuation.

**The summarised position of various employee benefits recognised in the statement of profit and loss and balance sheet as on March 31, 2025 is as under:**

**i) Changes in the present value of the defined benefit obligation are**

(₹ in crore)

Particulars	Provident Fund		Gratuity		Other Retirement Benefit	
	As at 31st March, 2025	As at 31st March, 2024	As at 31st March, 2025	As at 31st March, 2024	As at 31st March, 2025	As at 31st March, 2024
<b>Defined benefit obligation at the beginning of the period</b>	<b>448.60</b>	<b>453.76</b>	<b>79.30</b>	<b>90.19</b>	<b>1.15</b>	<b>1.15</b>
Current service cost	40.03	41.21	4.01	3.75	0.07	0.07
Past service cost	–	–	0.36	1.18	–	–
Interest cost	25.26	35.18	5.73	6.60	0.08	0.08
Benefits paid	(100.44)	(84.61)	(14.14)	(20.23)	(0.02)	(0.03)
Actuarial loss / (gain) on obligations	(1.23)	3.06	(0.67)	(2.19)	(0.10)	(0.13)
<b>Defined benefit obligation at the end of the period</b>	<b>412.22</b>	<b>448.60</b>	<b>74.59</b>	<b>79.30</b>	<b>1.18</b>	<b>1.15</b>

## NOTES TO STANDALONE FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

### ii) Changes in fair value of plan assets

(₹ in crore)

Particulars	Provident Fund		Gratuity		Other Retirement Benefit	
	As at 31st March, 2025	As at 31st March, 2024	As at 31st March, 2025	As at 31st March, 2024	As at 31st March, 2025	As at 31st March, 2024
<b>Fair value of plan assets at the beginning of the period</b>	<b>423.20</b>	<b>450.30</b>	<b>75.49</b>	<b>83.03</b>	–	–
Contribution by employer & employee	40.03	41.21	3.81	7.17	–	–
Benefits paid	(100.44)	(84.61)	(14.14)	(20.23)	–	–
Interest income	45.23	37.57	4.79	5.73	–	–
Opening Adjustment as per Balance Sheet	–	1.59	–	–	–	–
Short Fall of Interest for FY 22–23 paid by employer	–	2.46	–	–	–	–
Provision for Stressed assets	–	(25.32)	–	–	–	–
Return on plan asset excluding interest income	–	–	–	–	–	–
LIC mortality charges	–	–	(0.00)	(0.21)	–	–
<b>Fair value of plan assets at the end of the period</b>	<b>408.02</b>	<b>423.20</b>	<b>69.95</b>	<b>75.49</b>	–	–

### iii) Reconciliation of fair value of plan assets and defined benefit obligation:

(₹ in crore)

Particulars	Provident Fund		Gratuity		Other Retirement Benefit	
	As at 31st March, 2025	As at 31st March, 2024	As at 31st March, 2025	As at 31st March, 2024	As at 31st March, 2025	As at 31st March, 2024
Fair value of plan assets	408.02	423.20	69.95	75.49	–	–
Defined benefit obligation	412.22	448.60	74.59	79.30	1.18	1.15
<b>Amount recognised in the Balance Sheet</b>	<b>(4.20)</b>	<b>(25.40)</b>	<b>(4.64)</b>	<b>(3.81)</b>	<b>(1.18)</b>	<b>(1.15)</b>

### iv) Amount recognised in Statement of profit and loss

(₹ in crore)

Particulars	Provident Fund		Gratuity		Other Retirement Benefit	
	For the year ended 31st March 2025	For the year ended 31st March 2024	For the year ended 31st March 2025	For the year ended 31st March 2024	For the year ended 31st March 2025	For the year ended 31st March 2024
Current service cost	13.26	13.19	4.01	3.75	0.07	0.07
Past service cost	–	–	0.36	1.18	–	–
Net interest expense	–	–	0.27	0.52	0.08	0.08
<b>Amount recognised in statement of Profit and Loss</b>	<b>13.26</b>	<b>13.19</b>	<b>4.64</b>	<b>5.45</b>	<b>0.15</b>	<b>0.15</b>

## NOTES TO STANDALONE FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

#### v) Amount recognised in Other Comprehensive Income:

(₹ in crore)

Particulars	Provident Fund		Gratuity		Other retirement benefit	
	For the year ended 31st March 2025	For the year ended 31st March 2024	For the year ended 31st March 2025	For the year ended 31st March 2024	For the year ended 31st March 2025	For the year ended 31st March 2024
Actuarial changes arising from changes in demographic assumptions	-	-	-	-	-	-
Actuarial changes arising from changes in financial assumptions	0.08	0.03	(2.32)	(0.45)	0.02	0.01
Experience adjustments	(1.31)	3.04	2.99	2.64	(0.12)	(0.14)
Return on Plan Assets excluding Interest Income	(19.98)	(2.39)	(0.67)	(0.55)	-	-
<b>Amount recognised in Other Comprehensive Income</b>	<b>(21.21)</b>	<b>0.68</b>	<b>-</b>	<b>1.64</b>	<b>(0.10)</b>	<b>(0.13)</b>

#### vi) The major categories of plan assets of the fair value of the total plan assets are as follows:

Particulars	Provident Fund		Gratuity		Other retirement benefit	
	As at 31st March, 2025	As at 31st March, 2024	As at 31st March, 2025	As at 31st March, 2024	As at 31st March, 2025	As at 31st March, 2024
Government of India securities	58.30%	52.05%	-	-	-	-
State Government securities	-	-	-	-	-	-
Central & State Guaranteed Bonds	-	-	-	-	-	-
High quality corporate bonds	33.94%	36.73%	-	-	-	-
PSU Bond	-	-	-	-	-	-
PSU Basel III Tier I Bonds	-	-	-	-	-	-
Debt Mutual Fund	0.03%	0.78%	-	-	-	-
ETF/INDEX/Equity Mutual Fund	7.41%	4.51%	-	-	-	-
Special Deposits	-	5.03%	-	-	-	-
Fund Managed by Insurer	-	-	100.00%	100.00%	-	-
Bank Balance	0.32%	0.90%	-	-	-	-
<b>Total</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>	<b>100%</b>	<b>-</b>	<b>-</b>



## NOTES TO STANDALONE FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

vii) The principal assumptions used in determining PF/ Gratuity/Retirement Allowance liability for the Company's plans are shown below:

Particulars	PF For the year ended 31st March, 2025	PF For the year ended 31st March, 2024	Gratuity For the year ended 31st March, 2025	Gratuity For the year ended 31st March, 2024	Retirement Allowance For the year ended 31st March, 2025	Retirement Allowance For the year ended 31st March, 2024
Discount rate	6.79%	7.23%	6.79%	7.23%	6.79%	7.23%
Future Salary increase/ Expected Statutory Interest Rate	8.25%	8.25%	7.50%	7.50%	7.50%	7.50%
Mortality rate	100% of IALM (2012-14)	100% IALM (2012-14)	100% IALM (2012-14)	100% IALM (2012-14)	100% IALM (2012-14)	100% IALM (2012-14)

viii) Quantitative sensitivity analysis for significant assumption shown above as at 31 March is as shown below:

(₹ in crore)

Particulars	PF Plan (Impact on DBO)		Gratuity Plan (Impact on DBO)		Retirement Allowance (Impact on DBO)	
	31st March, 2025	31st March, 2024	31st March, 2025	31st March, 2024	31st March, 2025	31st March, 2024
<b>Present value of obligation at the end of period</b>	<b>412.22</b>	<b>448.60</b>	<b>74.59</b>	<b>79.30</b>	<b>1.18</b>	<b>1.15</b>
Discount rate	6.79%	7.23%	6.79%	7.23%	6.79%	7.23%
Increase by 0.50%	(0.09)	(0.07)	(2.63)	(2.43)	(0.05)	(0.04)
Decrease by 0.50%	0.09	0.07	2.84	2.62	0.05	0.05
<b>Future Salary Increases/ Expected Statutory Interest Rate</b>	<b>8.25%</b>	<b>8.25%</b>	<b>7.50%</b>	<b>7.50%</b>	<b>7.50%</b>	<b>7.50%</b>
Increase by 0.50%	–	–	1.01	1.04	0.05	0.05
Decrease by 0.50%	–	–	(1.10)	(1.09)	(0.05)	(0.04)

The sensitivity analyses above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions shown above occurring at the end of the reporting period.

Sensitivities due to mortality and withdrawals are insignificant and hence ignored.

Sensitivities as to rate of inflation, rate of increase of pensions in payments, rate of increase of pensions before retirement and life expectancy are not applicable being a lump sum benefit on retirement.

#### ix) Expected contribution for next annual reporting period

The expected contribution to the defined benefit plan for next annual reporting period is **₹16.98 crore** (₹18.48 crore).

**NOTES TO STANDALONE FINANCIAL STATEMENTS****For The Year Ended 31<sup>st</sup> March 2025****x) Maturity profile of defined benefit obligation is as under**

(₹ in crore)

Duration of defined benefit obligation duration (years)	Provident Fund	Gratuity	Retirement Allowance
1	61.64	13.29	0.17
2	110.72	7.34	0.11
3		7.44	0.10
4		5.60	0.07
5		4.22	0.07
6	239.85	3.00	0.05
6 year onward		33.70	0.61
<b>Total</b>	<b>412.21</b>	<b>74.59</b>	<b>1.18</b>

**Risk analysis**

Company is exposed to a number of risks in the defined benefit plan. Most significant risks pertaining to defined benefits plan, and management's estimation of the impact of these risks are as follows:

**a) Interest risk**

A decrease in the interest rate on plan assets will increase the plan liability.

**b) Longevity risk/ Life expectancy**

The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and at the end of the employment. An increase in the life expectancy of the plan participants will increase the plan liability.

**c) Salary growth risk**

The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. An increase in the salary of the plan participants will increase the plan liability.

**33. Related Party Transactions**

Disclosures in compliance with Ind AS 24 "Related Party Disclosures" are as under:

**a) List of Related Parties****(i) Subsidiary Companies**

Ircon Infrastructure and Services Limited  
 Ircon PB Tollway Limited  
 Ircon Shivpuri Guna Tollway Limited  
 Ircon Davanagere Haveri Highway Limited  
 Ircon Vadodara Kim Expressway Limited  
 Ircon Gurgaon Rewari Highway Limited  
 Ircon Akloli Shirsad Expressway Limited  
 Ircon Ludhiana Rupnagar Highway Limited  
 Ircon Bhoj Morbe Expressway Limited  
 Ircon Haridwar Bypass Limited  
 Ircon Renewable Power Limited

## NOTES TO STANDALONE FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

### (ii) Joint Venture Companies

Ircon-Soma Tollway Private Limited  
Chhattisgarh East Railway Limited  
Chhattisgarh East-West Railway Limited  
Mahanadi Coal Railway Limited  
Jharkhand Central Railway Limited  
Bastar Railway Private Limited  
Indian Railway Stations Development Corporation Limited

### (iii) Unincorporated Joint Ventures (Joint Operations)

#### Joint Operations in Operation

Express Freight Consortium  
Express Freight Railway Consortium  
IRCON-PARAS-PCM JV  
IRCON-DRA JV  
AMRIL-IRCON JV  
BRC-IRCON JV  
IRCON-SSNR JV

#### Completed Joint Operations

International Metro Civil Contractor  
Metro Tunnelling Group  
IRCON-AFCONS

#### Financially Closed Joint Operations

Ircon-COBRA-ELIOP  
Ircon- Sree Bhawani Builders  
Ircon-SMJ Project JV  
Ircon-GANNON Dunkerly  
Ircon-RCS-PFLEIDERER  
IRCON-SPSCPL  
RICON

### (iv) Key Management Personnel (KMP)

#### Whole Time Directors

Name	Designation
Shri Brijesh Kumar Gupta <sup>1</sup>	CMD & Chief Executive Officer (CEO) (Ceased w.e.f. 29.04.2024)
Shri Ashish Bansal <sup>2</sup>	CMD & Chief Executive Officer (CEO) (Ceased w.e.f. 01.07.2024)
Shri Hari Mohan Gupta <sup>3</sup>	CMD & Chief Executive Officer (CEO)
Smt. Ragini Advani	Director (Finance)
Shri Anand Kumar Singh	Director (Projects)
Shri Parag Verma	Director (Works) (Ceased w.e.f. 30.04.2025 on account of superannuation)
Shri Naresh Chandra Karmali <sup>4</sup>	Director (Works) (Ceased w.e.f. 15.05.2025)
Shri Ajit Kumar Mishra <sup>5</sup>	Director (Works)

- Shri Brijesh Kumar Gupta (DIN: 10092756), has relinquished the additional charge of the post of Chairman & Managing Director (CMD) w.e.f. April 29, 2024 hence he ceased to be CMD and CEO of the Company.
- Shri Ashish Bansal, IRSE, PED/Tr. (M&MC), Railway Board [DIN:10328174] has relinquished the additional charge of post of Chairman & Managing Director (CMD) with effect from July 01, 2024 hence he ceased to be CMD and CEO of the Company.
- Shri Hari Mohan Gupta [DIN:08453476] has assumed the charge of Chairman & Managing Director on the Board of the Company with effect from July 01, 2024, till the date of superannuation, i.e. 30.06.2026 or until further orders, whichever is earlier.
- Shri Naresh Chandra Karmali (DIN: 09103211), IRSE, PED/GS, Railway Board, was entrusted with additional charge of Director (Works), IRCON, w.e.f. 09.05.2025 (AN) until further orders of the Ministry of Railways. Shri Naresh Chandra Karmali has relinquished the additional charge of post of Director (Works), IRCON (additional charge) w.e.f. 15.05.2025 (FN), hence he is ceased to be Director (Works) of the company.
- Shri Ajit Kumar Mishra (DIN:11108237) has been appointed as Director (Works) w.e.f. 15.05.2025 (AN), for a period of 5 years or until further orders of the Ministry of Railways, whichever is earlier.

## NOTES TO STANDALONE FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

### Company Secretary and Chief Financial Officer

Name	Designation
Shri Alin Roy Choudhury	Chief Financial Officer (CFO) (Appointed w.e.f. 01.01.2025)
Shri B. Mugunthan	Chief Financial Officer (CFO) (Ceased w.e.f. 31.12.2024)
Smt. Pratibha Aggarwal	Company Secretary (Appointed w.e.f. 21.05.2024)
Smt. Pooja Gurwala	Company Secretary (Appointed w.e.f. 28.11.2023) (Ceased w.e.f. 21.05.2024)

### Other Directors

#### Government Nominee Part-Time (Official) Directors

Name	Designation
Shri Anupum Singh	Government Nominee Part-Time (Official) Director (Appointed w.e.f. 6.11.2024)
Shri Anand Bhatia	Government Nominee Part-Time (Official) Director (Appointed w.e.f. 04.02.2025)
Shri Dhananjaya Singh	Government Nominee Part-Time (Official) Director (Ceased w.e.f. 6.11.2024)
Shri Brijesh Kumar Gupta	Government Nominee Part-Time (Official) Director (Ceased w.e.f. 29.04.2024)
Shri Ajay Kumar Chauhan	Independent Part-time (Non-Official) Director (Ceased w.e.f. 8.11.2024)
Shri Dipendra Kumar Gupta	Independent Part-time (Non-Official) Director (Ceased w.e.f. 8.11.2024)
Smt. Ranjana Upadhyay	Independent Part-time (Non-Official) Director (Ceased w.e.f. 8.11.2024)
Dr. Kartik Chandulal Bhadra	Independent Part-time (Non-Official) Director (Ceased w.e.f. 28.12.2024)
Shri T.Varadharajan	Independent Part-time (Non-Official) Director (Appointed w.e.f. 15.05.2025)

#### (v) Post Employment Benefit Plans

Ircon Gratuity Trust  
 Ircon Employees Contributory PF Trust  
 Ircon Medical Trust  
 Ircon Defined Contribution Superannuation Pension Scheme, 2009 Trust

#### (vi) Government Related Entities:

The Company is a Central Public Sector Enterprise (CPSE) under the Ministry of Railways. The Company is controlled by Government of India (GOI), by holding 65.17 % of equity shares in the name of President of India as at 31st March, 2025. Pursuant to Para 25 and 26 of Ind AS 24, entities over which the same government has control or joint control of, or significant influence, then the reporting entity and other entities shall be regarded as related parties. Transactions with these parties are carried out at market terms at arm length basis. The Company has applied the exemption available for government related entities and have made limited disclosures in the financial statements.

The Company has significant transaction with the following government related entities:

Name of the Entity	Relationship
Ministry of Railways	Controlling Entity
Rail Land Development Authority	Statutory Authority under Ministry of Railways
Indian Railway Finance Corporation	Railway PSU

#### (vii) Other Related Parties:

Associate of Joint Venture Companies  
 Mahanadi Coalfield Limited

#### b) Transactions with Key Management Personnel (KMP) of the Company are as follows:

S. No.	Particulars	For the year ended 31st March 2025	For the year ended 31st March 2024
1	Short term employment benefits (i)	3.57	2.28
2	Post-employment benefits	0.57	0.39
3	Other long-term employment benefits	0.19	0.07
4	Sitting fees	0.18	0.18
	<b>Total</b>	<b>4.51</b>	<b>2.92</b>

**Note:** (i) Figures of FY 2024-25 include PRP of ₹0.59 crore paid during the year for the previous financial years 2022-23 and 2023-24 on provisional basis ( For FY 2023-24 include PRP of ₹0.31 crore paid during the year for the previous financial year 2022-23 on provisional basis ).  
 (ii) Recovery as applicable has been made from Directors who have been provided with Company accommodation and car.



## NOTES TO STANDALONE FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

Transactions with other related parties are as follows:

(₹ in crore)

S.No.	Nature of transaction	Name of related party	Nature of relationship	For the year ended 31st March 2025	For the year ended 31st March 2024
<b>1</b>	<b>Sale of goods and services</b>				
<b>1.1</b>	<b>Contract Revenue</b>	Ircon Infrastructure and Services Limited	Subsidiary Companies	0.94	0.23
		Ircon Shivpuri Guna Tollway Limited	Subsidiary Companies	67.83	45.70
		Ircon Davanagere Haveri Highway Limited	Subsidiary Companies	94.91	114.55
		Ircon Vadodara Kim Expressway Limited	Subsidiary Companies	14.50	23.92
		Ircon Gurgaon Rewari Highway Limited	Subsidiary Companies	99.85	217.29
		Ircon Akloli-Shirsad Expressway Limited	Subsidiary Companies	373.41	311.86
		Ircon Ludhiana Rupnagar Highway Limited	Subsidiary Companies	318.04	450.64
		Ircon Bhoj Morbe Expressway Limited	Subsidiary Companies	566.29	392.08
		Ircon Haridwar Bypass Limited	Subsidiary Companies	240.10	206.31
		Ircon Renewable Power Limited	Subsidiary Companies	13.76	-
		Chhattisgarh East Railway Limited	Joint Venture Companies	130.16	40.50
		Chhattisgarh East-West Railway Limited	Joint Venture Companies	972.34	619.56
		Mahanadi Coal Railway Limited	Joint Venture Companies	11.10	15.62
		Jharkhand Central Railway Limited	Joint Venture Companies	363.37	333.48
		Mahanadi Coalfield Limited	Associate of Joint Venture	4.41	3.34
		Ministry of Railways	Government Related Entities	5,088.52	7,161.46
<b>1.2</b>	<b>Rent Income</b>	Ircon Infrastructure and Services Limited	Subsidiary Companies	0.69	0.62
		Ircon PB Tollway Limited	Subsidiary Companies	0.03	0.03
		Ircon Shivpuri Guna Tollway Limited	Subsidiary Companies	0.03	0.03
		Ircon Davanagere Haveri Highway Limited	Subsidiary Companies	0.03	0.03
		Ircon Vadodara Kim Expressway Limited	Subsidiary Companies	0.03	0.03
		Ircon Gurgaon Rewari Highway Limited	Subsidiary Companies	0.04	0.04
		Ircon Akloli-Shirsad Expressway Limited	Subsidiary Companies	0.03	0.03
		Ircon Ludhiana Rupnagar Highway Limited	Subsidiary Companies	0.03	0.03
		Ircon Bhoj Morbe Expressway Limited	Subsidiary Companies	0.03	0.03
		Ircon Haridwar Bypass Limited	Subsidiary Companies	0.03	0.03
		Ircon Renewable Power Limited	Subsidiary Companies	0.03	0.03
		Ircon-Soma Tollway Private Limited	Joint Venture Companies	0.04	0.04
		Rail Land Development Authority	Government Related Entities	0.09	0.10

## NOTES TO STANDALONE FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

S.No.	Nature of transaction	Name of related party	Nature of relationship	For the year ended 31st March 2025	For the year ended 31st March 2024
2	Purchase of goods and services	Ircon Infrastructure and Services Limited	Subsidiary Companies	5.81	9.39
		Ministry of Railways	Government Related Entities	1.93	-
3	Reimbursement of Deputation Staff Expenses, Rent & Other Misc. Expenses (Income)	Ircon Infrastructure and Services Limited	Subsidiary Companies	2.21	2.98
		Ircon PB Tollway Limited	Subsidiary Companies	0.28	0.30
		Ircon Shivpuri Guna Tollway Limited	Subsidiary Companies	0.50	0.54
		Ircon Davanagere Haveri Highway Limited	Subsidiary Companies	0.27	0.39
		Ircon Vadodara Kim Expressway Limited	Subsidiary Companies	0.23	0.38
		Ircon Gurgaon Rewari Highway Limited	Subsidiary Companies	0.62	0.50
		Ircon Akloli-Shirsad Expressway Limited	Subsidiary Companies	0.61	0.21
		Ircon Ludhiana Rupnagar Highway Limited	Subsidiary Companies	0.41	0.19
		Ircon Bhoj Morbe Expressway Limited	Subsidiary Companies	0.41	0.43
		Ircon Haridwar Bypass Limited	Subsidiary Companies	0.19	0.16
		Ircon Renewable Power Limited	Subsidiary Companies	0.13	0.01
		Ircon-Soma Tollway Private Limited	Joint Venture Companies	0.64	0.92
		Chhattisgarh East Railway Limited	Joint Venture Companies	0.52	0.33
		Chhattisgarh East-West Railway Limited	Joint Venture Companies	-	0.64
		Mahanadi Coal Railway Limited	Joint Venture Companies	0.42	0.42
		Jharkhand Central Railway Limited	Joint Venture Companies	0.46	0.35
		Indian Railway Stations Development Corporation Limited	Joint Venture Companies	0.16	0.06
4	Interest Income				
4.1	Interest Income on loans	Ircon PB Tollway Limited	Subsidiary Companies	16.17	16.31
		Ircon Shivpuri Guna Tollway Limited	Subsidiary Companies	0.86	-
		Ircon Davanagere Haveri Highway Limited	Subsidiary Companies	4.27	4.15
		Ircon Vadodara Kim Expressway Limited	Subsidiary Companies	4.16	5.63
		Chhattisgarh East Railway Limited	Joint Venture Companies	-	0.29
		Chhattisgarh East-West Railway Limited	Joint Venture Companies	1.51	0.78
		Mahanadi Coal Railway Limited	Joint Venture Companies	0.50	3.30

## NOTES TO STANDALONE FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

S.No.	Nature of transaction	Name of related party	Nature of relationship	For the year ended 31st March 2025	For the year ended 31st March 2024
4.2	Interest Income on Advances	Rail Land Development Authority	Government Related Entities	–	2.07
4.3	Interest Income on Bonds	Indian Railway Finance Corporation	Government Related Entities	3.92	10.85
4.4	Interest Income on Debentures	Ircon Renewable Power Limited	Subsidiary Companies	5.09	–
4.5	Dividend Income	Ircon Infrastructure and Services Limited	Subsidiary Companies	8.83	2.50
		Ircon-Soma Tollway Private Limited	Joint Venture Companies	102.50	69.50
5	Dividend / Profit on sale of investment				
5.1	Dividend distribution	Ministry of Railways	Government Related Entities	180.82	206.48
5.2	Profit on Sale of Investment Passed on	Ministry of Railways	Government Related Entities	4.18	9.50
6	Interest Expense				
6.1	Interest Expense on Advance	Ircon Akloli-Shirsad Expressway Limited	Subsidiary Companies	3.19	4.92
		Ircon Haridwar Bypass Limited	Subsidiary Companies	1.16	2.45
		Ircon Gurgaon Rewari Highway Limited	Subsidiary Companies	0.33	0.65
6.2	Interest Expense Passed on	Ministry of Railways	Government Related Entities	29.13	60.90
		Mahanadi Coal Railway Limited	Joint Venture Companies	0.19	0.20
		Mahanadi Coalfield Limited	Associate of Joint Venture	1.14	1.28
6.3	Interest Expense on Loan	Indian Railway Finance Corporation	Government Related Entities	–	2.07
7	Investment in Equity Shares	Ircon Akloli-Shirsad Expressway Limited	Subsidiary Companies	–	4.29
		Ircon Ludhiana Rupnagar Highway Limited	Subsidiary Companies	7.49	3.57
		Ircon Bhoj Morbe Expressway Limited	Subsidiary Companies	5.40	5.15
8	Interest free loan / Deemed equity given	Ircon PB Tollway Limited	Subsidiary Companies	1.85	(4.87)
		Ircon Gurgaon Rewari Highway Limited	Subsidiary Companies	–	17.00
		Ircon Akloli-Shirsad Expressway Limited	Subsidiary Companies	53.44	0.10
		Ircon Ludhiana Rupnagar Highway Limited	Subsidiary Companies	45.54	53.53
		Ircon Bhoj Morbe Expressway Limited	Subsidiary Companies	30.00	44.69
		Ircon Haridwar Bypass Limited	Subsidiary Companies	–	0.20
		Ircon Renewable Power Limited	Subsidiary Companies	19.79	50.24
		Chhattisgarh East Railway Limited	Joint Venture Companies	15.60	15.00
		Chhattisgarh East-West Railway Limited	Joint Venture Companies	48.36	16.12
		Mahanadi Coal Railway Limited	Joint Venture Companies	–	32.50

## NOTES TO STANDALONE FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

S.No.	Nature of transaction	Name of related party	Nature of relationship	For the year ended 31st March 2025	For the year ended 31st March 2024
8.1	<b>Financial Guarantee Contract</b>	Ircon Gurgaon Rewari Highway Limited	Subsidiary Companies	0.11	0.07
		Ircon Akloli-Shirsad Expressway Limited	Subsidiary Companies	0.01	0.18
		Ircon Ludhiana Rupnagar Highway Limited	Subsidiary Companies	0.01	0.18
		Ircon Bhoj Morbe Expressway Limited	Subsidiary Companies	0.01	0.13
		Ircon Haridwar Bypass Limited	Subsidiary Companies	0.01	0.22
8.2	<b>Debentures</b>	Ircon Renewable Power Limited	Subsidiary Companies	66.00	-
9	<b>Loans granted</b>	Ircon Shivpuri Guna Tollway Limited	Subsidiary Companies	18.57	-
10	<b>Recovery of Loans</b>	Ircon PB Tollway Limited	Subsidiary Companies	5.62	52.24
		Ircon Vadodara Kim Expressway Limited	Subsidiary Companies	68.96	-
11	<b>Recovery of Advances</b>	Rail Land Development Authority	Government Related Entities	-	615.31
12	<b>Repayment of Loans</b>	Indian Railway Finance Corporation	Government Related Entities	-	615.31
13	<b>Advances Received</b>	Ircon Gurgaon Rewari Highway Limited	Subsidiary Companies	46.06	29.34
		Ircon Bhoj Morbe Expressway Limited	Subsidiary Companies	15.94	21.63
		Ircon Haridwar Bypass Limited	Subsidiary Companies	4.00	-
		Ircon Shivpuri Guna Tollway Limited	Subsidiary Companies	-	17.50
		Chhattisgarh East Railway Limited	Joint Venture Companies	18.05	0.74
		Chhattisgarh East-West Railway Limited	Joint Venture Companies	311.54	65.54
		Jharkhand Central Railway Limited	Joint Venture Companies	456.52	405.61
		Rail Land Development Authority	Government Related Entities	108.13	90.00
		Ministry of Railways	Government Related Entities	4,336.16	6,046.42
14	<b>Repayment of Advances</b>	Ircon Shivpuri Guna Tollway Limited	Subsidiary Companies	20.70	-
		Ircon Gurgaon Rewari Highway Limited	Subsidiary Companies	25.51	-
		Ircon Bhoj Morbe Expressway Limited	Subsidiary Companies	19.20	-
		Ircon Akloli Shirsad Expressway Limited	Subsidiary Companies	26.35	-
		Ircon Haridwar Bypass Limited	Subsidiary Companies	18.35	4.16
		Chhattisgarh East Railway Limited	Joint Venture Companies	5.34	0.08
		Chhattisgarh East-West Railway Limited	Joint Venture Companies	292.51	86.59
		Jharkhand Central Railway Limited	Joint Venture Companies	394.86	403.76
		Rail Land Development Authority	Government Related Entities	108.66	140.76
		Ministry of Railways	Government Related Entities	4,934.15	5,643.10



## NOTES TO STANDALONE FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

S.No.	Nature of transaction	Name of related party	Nature of relationship	For the year ended 31st March 2025	For the year ended 31st March 2024
15	<b>Post Employment Benefit Plans</b>				
15.1	<b>Contribution made during the year</b>	Ircon Gratuity Trust	Post Employment Benefit Plans	4.64	5.45
		Ircon Employees Contributory PF Trust	Post Employment Benefit Plans	44.40	42.54
		Ircon Medical Trust	Post Employment Benefit Plans	5.02	5.17
		Ircon Defined Contribution Superannuation Pension Scheme, 2009 Trust	Post Employment Benefit Plans	–	5.74

**Note:**

- (i) Refer Note 37 for guarantees and other commitments with subsidiary companies, joint venture companies and joint operations .
- (ii) Purchases from Ministry of Railways are heterogeneous in nature, thus immaterial. Hence not disclosed.

**c) Outstanding balances with the related parties are as follows:**

(₹ in crore)

S. No.	Nature of transaction	Name of related party	Nature of relationship	As at 31st March, 2025	As at 31st March, 2024
1	<b>Equity Investments (Including Deemed Equity)</b>	Ircon Infrastructure and Services Limited	Subsidiary Companies	65.00	65.00
		Ircon PB Tollway Limited	Subsidiary Companies	227.60	225.74
		Ircon Shivpuri Guna Tollway Limited	Subsidiary Companies	150.19	150.19
		Ircon Davanagere Haveri Highway Limited	Subsidiary Companies	187.69	187.69
		Ircon Vadodara Kim Expressway Limited	Subsidiary Companies	205.98	205.98
		Ircon Gurgaon Rewari Highway Limited	Subsidiary Companies	88.58	88.47
		Ircon Akkoli Shirsad Expressway Limited	Subsidiary Companies	109.50	56.05
		Ircon Ludhiana Rupnagar Highway Limited	Subsidiary Companies	111.26	58.21
		Ircon Bhoj Morbe Expressway Limited	Subsidiary Companies	92.15	56.74
		Ircon Haridwar Bypass Limited	Subsidiary Companies	82.66	82.65
		Ircon Renewable Power Limited	Subsidiary Companies	111.83	92.04
		Ircon-Soma Tollway Private Limited	Joint Venture Companies	64.15	64.15
		Chhattisgarh East Railway Limited	Joint Venture Companies	244.05	228.46
		Chhattisgarh East-West Railway Limited	Joint Venture Companies	258.47	210.11
		Mahanadi Coal Railway Limited	Joint Venture Companies	110.50	110.50
		Jharkhand Central Railway Limited	Joint Venture Companies	140.37	140.37
		Bastar Railway Private Limited	Joint Venture Companies	76.34	76.34
		Indian Railway Stations Development Corporation Limited	Joint Venture Companies	52.00	52.00

## NOTES TO STANDALONE FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

S. No.	Nature of transaction	Name of related party	Nature of relationship	As at 31st March, 2025	As at 31st March, 2024
2	Investment in Bonds	Indian Railway Finance Corporation	Government Related Entities	55.20	55.20
3	Investment in Debentures	Ircon Renewable Power Limited	Subsidiary Companies	66.00	–
4	Amount Recoverable towards loans granted	Ircon PB Tollway Limited	Subsidiary Companies	206.20	197.51
		Ircon Shivpuri Guna Tollway Limited	Subsidiary Companies	18.57	–
		Ircon Davanagere Haveri Highway Limited	Subsidiary Companies	47.13	47.13
		Ircon Vadodara Kim Expressway Limited	Subsidiary Companies	–	68.96
5	Amount recoverable other than loans				
5.1	Trade Receivables	Ircon Infrastructure and Services Limited	Subsidiary Companies	0.01	0.01
		Ircon PB Tollway Limited	Subsidiary Companies	15.35	15.35
		Ircon Shivpuri Guna Tollway Limited	Subsidiary Companies	10.43	50.85
		Ircon Davanagere Haveri Highway Limited	Subsidiary Companies	29.87	8.53
		Ircon Vadodara Kim Expressway Limited	Subsidiary Companies	1.17	4.66
		Ircon Gurgaon Rewari Highway Limited	Subsidiary Companies	10.49	6.14
		Ircon Akloli Shirsad Expressway Limited	Subsidiary Companies	52.91	67.22
		Ircon Ludhiana Rupnagar Highway Limited	Subsidiary Companies	10.97	98.37
		Ircon Bhoj Morbe Expressway Limited	Subsidiary Companies	234.11	122.24
		Ircon Haridwar Bypass Limited	Subsidiary Companies	44.98	37.62
		Ircon Renewable Power Limited	Subsidiary Companies	8.82	–
		Chhattisgarh East Railway Limited	Joint Venture Companies	14.08	21.85
		Chhattisgarh East-West Railway Limited	Joint Venture Companies	69.24	25.43
		Mahanadi Coal Railway Limited	Joint Venture Companies	0.93	0.77
		Jharkhand Central Railway Limited	Joint Venture Companies	0.10	–
		Bastar Railway Private Limited	Joint Venture Companies	13.85	14.09
		Mahanadi Coalfield Limited	Associate of Joint Venture	0.77	0.82
		Ministry of Railways	Government Related Entities	645.65	111.14
5.2	Contract Assets				
(a)	Billable Revenue/ Receivable not due and CWIP at Realisable Value	Ircon Shivpuri Guna Tollway Limited	Subsidiary Companies	11.60	17.30
		Ircon Davanagere Haveri Highway Limited	Subsidiary Companies	14.21	21.38
		Ircon Haridwar Bypass Limited	Subsidiary Companies	43.83	7.16

## NOTES TO STANDALONE FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

S. No.	Nature of transaction	Name of related party	Nature of relationship	As at 31st March, 2025	As at 31st March, 2024
		Ircon Vadodara Kim Expressway Limited	Subsidiary Companies	–	2.84
		Ircon Gurgaon Rewari Highway Limited	Subsidiary Companies	7.71	18.58
		Ircon Akloli Shirsad Expressway Limited	Subsidiary Companies	–	3.27
		Ircon Ludhiana Rupnagar Highway Limited	Subsidiary Companies	14.29	–
		Ircon Renewable Power Limited	Subsidiary Companies	9.00	4.24
		Chhattisgarh East Railway Limited	Joint Venture Companies	55.70	32.76
		Chhattisgarh East-West Railway Limited	Joint Venture Companies	88.90	25.15
		Bastar Railway Private Limited	Joint Venture Companies	9.41	9.41
		Jharkhand Central Railway Limited	Joint Venture Companies	26.29	4.23
		Ministry of Railways	Government Related Entities	132.40	124.64
(b)	<b>Retention Money and Money Withheld</b>	Ircon Davanagere Haveri Highway Limited	Subsidiary Companies	3.34	3.38
		Ircon Shivpuri Guna Tollway Limited	Subsidiary Companies	12.88	3.41
		Ircon Vadodara Kim Expressway Limited	Subsidiary Companies	3.18	2.29
		Ircon Gurgaon Rewari Highway Limited	Subsidiary Companies	13.14	5.68
		Ircon Bhoj Morbe Expressway Limited	Subsidiary Companies	2.08	3.30
		Ircon Ludhiana Rupnagar Highway Limited	Subsidiary Companies	24.03	2.37
		Ircon Haridwar Bypass Limited	Subsidiary Companies	–	5.97
		Chhattisgarh East Railway Limited	Joint Venture Companies	3.83	3.21
		Chhattisgarh East-West Railway Limited	Joint Venture Companies	16.66	18.34
		Mahanadi Coal Railway Limited	Joint Venture Companies	3.06	7.59
		Jharkhand Central Railway Limited	Joint Venture Companies	1.32	1.83
		Ministry of Railways	Government Related Entities	22.72	27.44
5.3	<b>Advance and Claims Recoverable</b>	Ircon Infrastructure and Services Limited	Subsidiary Companies	6.66	6.83
		Ircon PB Tollway Limited	Subsidiary Companies	0.34	0.33
		Ircon Shivpuri Guna Tollway Limited	Subsidiary Companies	0.08	0.06
		Ircon Davanagere Haveri Highway Limited	Subsidiary Companies	0.30	0.11
		Ircon Vadodara Kim Expressway Limited	Subsidiary Companies	0.07	0.15
		Ircon Gurgaon Rewari Highway Limited	Subsidiary Companies	0.36	0.15

## NOTES TO STANDALONE FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

S. No.	Nature of transaction	Name of related party	Nature of relationship	As at 31st March, 2025	As at 31st March, 2024
		Ircon Akloli-Shirsad Expressway Limited	Subsidiary Companies	0.63	0.33
		Ircon Bhoj Morbe Expressway Limited	Subsidiary Companies	0.50	0.53
		Ircon Ludhiana Rupnagar Highway Limited	Subsidiary Companies	0.10	0.05
		Ircon Haridwar Bypass Limited	Subsidiary Companies	0.22	0.03
		Ircon Renewable Power Limited	Subsidiary Companies	0.03	0.01
		Ircon-Soma Tollway Private Limited	Joint Venture Companies	0.05	–
		Chhattisgarh East Railway Limited	Joint Venture Companies	0.65	0.39
		Mahanadi Coal Railway Limited	Joint Venture Companies	3.81	3.35
		Jharkhand Central Railway Limited	Joint Venture Companies	0.10	0.08
		Bastar Railway Private Limited	Joint Venture Companies	0.02	0.02
		Rail Land Development Authority	Government Related Entities	4.64	19.64
5.4	Interest Accrued on loans	Ircon Vadodara Kim Expressway Limited	Subsidiary Companies	5.76	9.02
		Chhattisgarh East-West Railway Limited	Joint Venture Companies	12.93	11.57
		Mahanadi Coal Railway Limited	Joint Venture Companies	3.42	2.97
5.5	Interest Accrued on advances	Rail Land Development Authority	Government Related Entities	10.88	9.56
5.6	Interest Accrued on Bonds	Indian Railway Finance Corporation	Government Related Entities	2.70	7.63
5.7	Interest Accrued on Debentures	Ircon Renewable Power Limited	Subsidiary Companies	4.58	–
5.8	Recoverable from Trust	Ircon Gratuity Trust	Post Employment Benefit Plans	0.72	7.16
6	Borrowings	Indian Railway Finance Corporation	Government Related Entities	–	–
7	Amount Payable towards				
7.1	Trade Payables	Ircon Infrastructure and Services Limited	Subsidiary Companies	7.73	5.63
7.2	Contract Liabilities (Advances and Advance Contract Receipts)	Ministry of Railways	Government Related Entities	496.28	839.87
		Ircon Davanagere Haveri Highway Limited	Subsidiary Companies	–	0.30
		Ircon Shivpuri Guna Tollway Limited	Subsidiary Companies	–	20.70
		Ircon Vadodara Kim Expressway Limited	Subsidiary Companies	0.15	–
		Ircon Gurgaon Rewari Highway Limited	Subsidiary Companies	46.89	28.92
		Ircon Akloli Shirsad Expressway Limited	Subsidiary Companies	26.44	40.74



## NOTES TO STANDALONE FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

S. No.	Nature of transaction	Name of related party	Nature of relationship	As at 31st March, 2025	As at 31st March, 2024
		Ircon Ludhiana Rupnagar Highway Limited	Subsidiary Companies	27.41	65.70
		Ircon Bhoj Morbe Expressway Limited	Subsidiary Companies	121.07	70.90
		Ircon Haridwar Bypass Limited	Subsidiary Companies	6.26	20.62
		Chhattisgarh East Railway Limited	Joint Venture Companies	27.10	9.05
		Chhattisgarh East-West Railway Limited	Joint Venture Companies	114.99	104.01
		Jharkhand Central Railway Limited	Joint Venture Companies	83.32	21.65
7.3	Other Payable to Client	Chhattisgarh East Railway Limited	Joint Venture Companies	0.61	0.61
		Mahanadi Coal Railway Limited	Joint Venture Companies	–	2.98
		Mahanadi Coalfield Limited	Associate of Joint Venture	19.35	25.60
		Ministry of Railways	Government Related Entities	590.41	593.35
7.4	Interest Payable on Borrowings	Indian Railway Finance Corporation	Government Related Entities	–	–
7.5	Interest Payable on Advances	Ircon Haridwar Bypass Limited	Subsidiary Companies	0.02	0.17
		Ircon Akloli-Shirsad Expressway Limited	Subsidiary Companies	2.74	3.99
		Chhattisgarh East Railway Limited	Joint Venture Companies	0.67	–
		Chhattisgarh East-West Railway Limited	Joint Venture Companies	0.20	–
		Jharkhand Central Railway Limited	Joint Venture Companies	3.14	1.12
		Mahanadi Coal Railway Limited	Joint Venture Companies	0.01	0.62
		Mahanadi Coalfield Limited	Associate of Joint Venture	3.40	1.59
		Ministry of Railways	Government Related Entities	210.60	284.83
7.6	Payable to Trust	Ircon Gratuity Trust	Post Employment Benefit Plans	4.64	3.81

### d) Terms and conditions of transactions with related parties

- (i) Transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions.
- (ii) Outstanding balances of related parties at the year-end are unsecured and settlement occurs through banking transactions. These balances other than loans and interest bearing advances are interest free.
- (iii) The loans to key management personnel are on the same terms and conditions as applicable to all other employees.

## 34. Interest in Subsidiaries, Joint Ventures and Joint Operations

### A Disclosures in compliance with Ind AS 27 "Separate Financial Statements" are as under:

Investment in following subsidiary companies, joint venture companies and joint operations is accounted at cost.

## NOTES TO STANDALONE FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

### Investment in Subsidiary Companies

S. No.	Name of the Subsidiary Company	Principal Place of Business and Country of Incorporation	As at 31st March, 2025		As at 31st March, 2024	
			Proportion of direct ownership interest	Proportion of voting rights	Proportion of direct ownership interest	Proportion of voting rights
1	Ircon Infrastructure and Services Limited	India	100.00	100.00	100.00	100.00
2	Ircon PB Tollway Limited	India	100.00	100.00	100.00	100.00
3	Ircon Shivpuri Guna Tollway Limited	India	100.00	100.00	100.00	100.00
4	Ircon Davanagere Haveri Highway Limited	India	100.00	100.00	100.00	100.00
5	Ircon Vadodara Kim Expressway Limited	India	100.00	100.00	100.00	100.00
6	Ircon Gurgaon Rewari Highway Limited	India	100.00	100.00	100.00	100.00
7	Ircon Renewable Power Limited	India	76.00	76.00	76.00	76.00
8	Ircon Akloli-Shirsad Expressway Limited	India	100.00	100.00	100.00	100.00
9	Ircon Ludhiana Rupnagar Highway Limited	India	100.00	100.00	100.00	100.00
10	Ircon Haridwar Bypass Limited	India	100.00	100.00	100.00	100.00
11	Ircon Bhoj Morbe Expressway Limited	India	100.00	100.00	100.00	100.00

### Investment in Joint Venture Companies

S. No.	Name of the Joint Venture Company	Principal Place of Business and Country of Incorporation	As at 31st March, 2025		As at 31st March, 2024	
			Proportion of direct ownership interest	Proportion of voting rights	Proportion of direct ownership interest	Proportion of voting rights
1	Ircon-Soma Tollway Private Limited	Maharashtra, India	50.00	50.00	50.00	50.00
2	Chhattisgarh East Railway Limited	Chhattisgarh, India	25.31	26.00	25.31	26.00
3	Chhattisgarh East-West Railway Limited	Chhattisgarh, India	26.00	26.00	26.00	26.00
4	Mahanadi Coal Railway Limited	Odisha, India	26.00	26.00	26.00	26.00
5	Jharkhand Central Railway Limited	Jharkhand, India	26.00	26.00	26.00	26.00
6	Bastar Railway Private Limited	Chhattisgarh, India	26.00	26.00	26.00	26.00
7	Indian Railway Stations Development Corporation Limited	Delhi NCR, India	26.00	26.00	26.00	26.00

## NOTES TO STANDALONE FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

### Investment in Joint Operations

S. No.	Name of the Joint Operation	Principal Place of Business and Country of Incorporation	As at 31st March, 2025		As at 31st March, 2024	
			Proportion of direct ownership interest	Proportion of voting rights	Proportion of direct ownership interest	Proportion of voting rights
i)	For projects in operation:					
	Express Freight Consortium	Gujarat and Maharashtra, India	30.00	30.00	30.00	30.00
	Express Freight Railway Consortium	Maharashtra, India	30.00	30.00	30.00	30.00
	IRCON-PARAS-PCM JV	Uttarakhand, India	60.00	60.00	0.00	0.00
	IRCON-DRA JV	Odisha, India	51.00	51.00	0.00	0.00
	AMRIL-IRCON JV	Manipur, India	26.00	26.00	0.00	0.00
	BRC-IRCON JV	Meghalaya, India	26.00	26.00	0.00	0.00
	IRCON-SSNR JV	Madhya Pradesh, India	70.00	70.00	0.00	0.00
ii)	Completed Joint Operations					
	International Metro Civil Contractor	Delhi NCR, India	9.50	9.50	9.50	9.50
	Metro Tunnelling Group	Delhi NCR, India	9.50	9.50	9.50	9.50
	IRCON-AFCONS	Bangladesh	53.00	53.00	53.00	53.00
iii)	Financially Closed Joint Operations					
	Ircon-COBRA-ELIOP	Delhi NCR, India	61.22	61.22	61.22	61.22
	Ircon- Sree Bhawani Builders	Chennai, India	24.21	24.21	24.21	24.21
	Ircon-SMJ Project JV	Tamil Nadu, India	55.00	55.00	55.00	55.00
	Ircon-GANNON Dunkerly	Uttar Pradesh, India	55.70	55.70	55.70	55.70
	Ircon-RCS-PFLEIDERER	J&K, India	65.08	65.08	65.08	65.08
	IRCON-SPSCPL	J&K, India	50.00	50.00	50.00	50.00
	RICON	Delhi NCR, India	49.00	49.00	49.00	49.00

### Interest in Subsidiaries, Joint Ventures and Joint Operations

#### B Financial Interest in Joint Operations (to the extent of Company's share)

(₹ in crore)

S. No.	Particulars	Name of the Joint Operation											
		IRCON-AFCONS		Express Freight Consortium		International Metro Civil Contractor		Metro Tunnelling Group		IRCON-PARAS-PCM JV		Total	
		2024-25	2023-24	2024-25	2023-24	2024-25	2023-24	2024-25	2023-24	2024-25	2023-24	2024-25	2023-24
	<b>As at Year End:</b>												
1	<b>Assets</b>												
	PPE			-	-					0.01	-	0.01	-
	Capital Work in Progress			-	-					-	-	-	-
	Other Assets	-	0.42	-	-	4.51	4.46	0.85	1.87	1.01	-	6.37	6.75
2	<b>Liabilities</b>												
	Provisions	-	-	-	-	0.03	0.02	0.07	0.08	-	-	0.10	0.10
	Other Liabilities	-	-	-	-	0.90	0.91	0.02	0.03	1.02	-	1.94	0.94
	<b>For the year end:</b>												
3	Total Income	-	-	1.59	1.65	0.08	0.07	0.07	0.10	-	-	1.74	1.82
4	Total Expenses	-	0.05	0.68	0.17	0.00	0.01	0.02	0.02	-	-	0.70	0.25
5	Total Taxes			0.46	0.53	0.03	0.02	0.02	0.20	-	-	0.51	0.75
6	Profit after tax	-	(0.05)	0.45	0.95	0.05	0.04	0.03	(0.12)	-	-	0.53	0.82
7	Other Comprehensive Income	-	-	-	-	-	-	-	-	-	-	-	-
8	Total Comprehensive Income	-	(0.05)	0.45	0.95	0.05	0.04	0.03	(0.12)	-	-	0.53	0.82

**NOTES TO STANDALONE FINANCIAL STATEMENTS****For The Year Ended 31<sup>st</sup> March 2025****Note:**

- Contingent Liabilities relating to Joint Operations are disclosed in Note 37.
- During the FY 2024-25, following new joint operations are formed which have no financial transactions:-
  - IRCON-DRA JV
  - AMRIL-IRCON JV
  - BRC-IRCON JV
  - IRCON-SSNR JV

**35. Earnings Per Share**

Disclosure as per Ind AS 33 'Earnings per share'

Basic EPS is calculated by dividing the profit for the year attributable to equity holders by the weighted average number of equity shares outstanding during the year.

Diluted EPS is calculated by dividing the profit for the year attributable to the equity holders after considering the effect of dilution by weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

**(i) Basic and diluted earnings per share (in ₹)**

Particulars	Note	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Profit attributable to Equity holders (₹ in crore)	(ii)	737.59	862.90
Weighted average number of equity shares for Basic and Diluted EPS (In Numbers) *	(iii)	94,05,15,740	94,05,15,740
Earnings per share (Basic)		7.84	9.17
Earnings per share (Diluted)		7.84	9.17
Face value per share		2.00	2.00

\* During the financial year 2023-24, the promoter has divested their stake through "Offer for Sale" of 7,53,73,258 equity shares in the company which is 8.01% of the issued/subscribed and paid up capital of the Company.

**(ii) Profit attributable to equity shareholders (used as numerator) (₹ in crore)**

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Profit for the year as per Statement of Profit and Loss	737.59	862.90
Profit attributable to Equity holders of the company used for computing EPS:	737.59	862.90

**(iii) Weighted average number of equity shares (used as denominator) (Nos.)**

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Opening balance of issued equity shares	94,05,15,740	94,05,15,740
Equity shares issued during the year	-	-
Increase in the Number of Share on account of Shares Split	-	-
Bonus share issued	-	-
<b>Weighted average number of equity shares for computing Basic EPS</b>	<b>94,05,15,740</b>	<b>94,05,15,740</b>
<b>Dilution Effect:</b>		
Add: Weighted average numbers of potential equity shares outstanding during the year	-	-
<b>Weighted average number of equity shares for computing Diluted EPS</b>	<b>94,05,15,740</b>	<b>94,05,15,740</b>

## NOTES TO STANDALONE FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

### 36. Impairment of Assets

During the year, Company has carried out assessment on impairment of individual assets by working out the recoverable amount based on lower of the net realizable value and carrying cost in terms of Ind AS 36, "Impairment of Assets" notified under section 133 of the companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian accounting standards) Amendment Rules 2016. Accordingly, impairment loss of Nil (Nil) has been provided for.

### 37. Provisions, Contingencies and Commitments

#### (i) Provisions

The nature of provisions provided and movement in provisions during the year as per Ind AS 37 'Provisions, Contingent Liabilities and Contingent Assets' are disclosed in Note 19.

#### (ii) Contingent Liabilities

Disclosure of Contingent Liabilities as per Ind AS 37 'Provisions, Contingent Liabilities and Contingent Assets' are as under:

(₹ in crore)

	Particulars	Foot Note	As at 31st March 2024	Addition during the year	Claims settled / Paid during the year	As at 31st March 2025
a)	<b>Claims against the Company not acknowledged as debts :</b>					
	Disputed Direct tax demands					
	(i) in respect of the Company	1	46.77	0.03	(2.08)	44.72
	(i) in respect of the Joint Operations		–	0.01	–	0.01
	Disputed Indirect tax demands					
	(i) in respect of the Company	2	248.51	21.93	(67.60)	202.84
	(ii) in respect of the Joint Operations	3	3.07			3.07
	Legal Cases					
	(i) in respect of the Company	4	552.55	6.56	(31.09)	528.02
	(ii) in respect of the Joint Operations	5	0.02			0.02
	Claims by Employees	6	–			–
b)	<b>Guarantees (excluding financial guarantees) issued by the company on behalf of</b>					
	Subsidiaries Companies	7 (i) (ii)	1,577.32	733.14	(50.26)	2,260.20
c)	<b>Other money for which company is contingent liable</b>					
	Liquidated damages pending disposal of application for extension of time by clients		9.27	–	–	9.27
	<b>Total</b>		<b>2,437.51</b>	<b>761.67</b>	<b>(151.03)</b>	<b>3,048.15</b>

#### Foot Note:

- The Income Tax Authority have raised demands on account of various disallowances pertaining to different assessment years. Many of these matters were adjudicated in favour of Company but are disputed before higher authorities by the concerned departments. The Company is contesting these demands, which are pending at various appellate levels. Based on the advice from the independent tax experts and the developments on the appeals, the management is confident that additional tax so demanded will not be sustained on completion of the appellate proceedings and accordingly, pending the decision by the appellate authorities, no provision has been made in these financial statements.
- There are various disputes pending with authorities of excise, customs, service tax, sales tax, VAT etc. The Company is contesting these demands raised by concerned authorities and are pending at various appellate authorities. Based on the grounds of appeal and advice of the independent legal experts, the management believes that



## NOTES TO STANDALONE FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

there is reasonable strong likelihood of succeeding before the various authorities. Pending the final decisions on the above, no adjustment has been made in these financial statements. The above disputed indirect tax demands includes **₹144.85 Crore** which is reimbursable from clients.

- 3 In case of International Metro Civil Contractor, a Joint Operation of the Company, there is disputed demand pending with the sales tax authorities amounting to **₹3.07 Crore** (₹3.07 crore) on account of disallowance of labour expenses. The joint operation had filed appeals before the appropriate appellate authorities against the demand. The decision is pending before the appellate authorities and therefore, no provision has been made in the financial statements.
- 4 The Company is a party to several legal suits on construction contract terms related disputes, pending before various courts and arbitration proceedings in India and abroad. Some of the contractors have lodged claims on the company seeking enhancement of the contract price, revision of work schedule with price escalation, compensation for the extended period of work, idle charges etc. These claims are being contested by the company as being not admissible in terms of provisions of the respected contracts. Against a total claim of **₹592.33 crore** (₹613.53 crore), provision of **₹64.30 crore** (₹60.99 crore) has been made and balance **₹528.02 crore** (₹552.54 crore) is shown as contingent liability. The Company has also made counter claims on the contractors admissible as per the terms of the contract of **₹255.02 crore** (₹222.44 crore). Interest on claims is not considered, being unascertainable.
- 5 One of the contractor, M/s Sai Engineers has filed suit against International Metro Civil Contractor for an amount of **₹0.02 Crore** (₹0.02 crore) for dispute on contract terms. The decision is pending before the appellate authorities and therefore, no provision has been made in the financial statements.
- 6 There are some cases relating to employees/others are pending in the Courts against the Company in respect of which the liability is not ascertainable.
- 7 (i) The Company has given letter of comfort on behalf of its subsidiary company, Ircon Infrastructure and Services Limited for an amount of **₹2.05 crore** (₹2.05 crore) for performance guarantee submitted to client.  
(ii) The Company has given corporate guarantee to various Banks on behalf of and in respect of term loan facility for its subsidiary companies for an amount of **₹3,841.63 crore** (₹3,841.63 crore). The term loan availed (net of repayment) by the subsidiary companies as on 31.03.2025 is **₹2258.15 crore** (₹1575.27 crore).

#### (iii) Contingent Assets

Disclosure of Contingent Assets as per Ind AS 37 'Provisions, Contingent Liabilities and Contingent Assets' is as under:

- a) Claims raised by company on some of its clients and awarded by arbitrators in favour of company against which clients have gone to court not accounted for as receivables are **₹454.60 crore** (₹461.40 crore) including interest calculated up to 31.03.2025 as per arbitration award.
- b) Counter Claims raised by company on sub-contractors and awarded by arbitrators in favour of company against which sub-contractors have gone to court, not accounted for as receivables are **₹15.36 crore** (₹14.16 crore).
- c) Insurance Claim of **USD 0.95 Mn** (USD 0.95 Mn) and **Ethiopian Birr 1.34 Mn** (Birr 1.34 Mn) equivalent to **₹8.16 crore** (₹8.03 crore) including interest calculated upto 31.03.2025 awarded by Honourable Supreme Court of Ethiopia in favour of company has not been accounted for, pending execution order by High Court of Ethiopia.

#### (iv) Commitments

(₹ in crore)

S. No	Particulars	Foot Note	As at 31st March 2025	As at 31st March 2024
a)	<b>Capital Commitments</b>			
	Estimated amount of contracts remaining to be executed on capital account (net of advance) and not provided for:	1	53.09	38.71
b)	<b>Other Commitments</b>			
(i)	Funding committed by way of equity and loans in Subsidiary Companies	2	340.53	462.09
(ii)	Funding committed by way of equity and loans in Joint Venture Companies	3	194.50	113.98
(iii)	Counter Bank Guarantee for Subsidiary Companies	4	245.62	286.88

## NOTES TO STANDALONE FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

S. No	Particulars	Foot Note	As at 31st March 2025	As at 31st March 2024
(iv)	Corporate Guarantee for Subsidiary Companies	5	1,452.97	2,186.11
(v)	Sponsor's Support Agreement on behalf of Joint Venture	6 (i) (ii) (iii)	1,712.10	1,712.10
(vi)	Loan commitment for Subsidiary Companies	7	500.00	500.00
(vii)	Commitment for Optionally Convertible Debentures (OCD) for Subsidiary Company	9	22.99	-
	<b>Total</b>		<b>4,521.80</b>	<b>5,299.87</b>

Foot Note:

(₹ in crore)

1.	S. No	Capital Commitments	As at 31st March 2025	As at 31st March 2024
	1	Estimated amount of contracts remaining to be executed on Property, Plant and Equipments	42.95	21.72
	2	Estimated amount of contracts remaining to be executed on Investment Property	0.99	5.95
	3	Estimated amount of contracts remaining to be executed on Intangible Assets under development	9.15	11.04
		<b>Total</b>	<b>53.09</b>	<b>38.71</b>

### 2. Other Commitments on behalf of Subsidiaries:

(₹ in crore)

S. No	Name of the Subsidiary	As at 31st March 2025		As at 31st March 2024	
		Equity	Loans/OCD*	Equity	Loans
1	Ircon PB Tollway Limited	-	-	-	-
2	Ircon ShivpuriGuna Tollway Limited	-	-	-	-
3	Ircon Davanagere Haveri Highway Limited	44.05	4.33	44.05	4.33
4	Ircon Vadodara Kim Expressway Limited	-	-	-	-
5	Ircon Gurgaon Rewari Highway Limited	-	14.83	-	14.83
6	Ircon Akoli Shirsad Expressway Limited	12.82	66.56	12.82	102.89
7	Ircon Ludhiana Rupnagar Highway Limited	3.16	28.47	10.65	74.01
8	Ircon Bhoj Morbe Expressway Limited	9.98	103.86	15.38	133.86
9	Ircon Haridwar Bypass Limited	-	29.48	-	29.48
10	Ircon Renewable Power Limited (Refer Note 9)	-	22.99	-	19.79
	<b>Total</b>	<b>70.01</b>	<b>270.52</b>	<b>82.90</b>	<b>379.19</b>

\* Optionally Convertible Debentures

### 3. Other Commitments on behalf of Joint Ventures:

(₹ in crore)

S.No	Name of the Joint Venture Company	As at 31st March 2025		As at 31st March 2024	
		Equity	Loans	Equity	Loans
1	Chhattisgarh East Railway Limited	0.07	18.07	-	18.14
2	Chhattisgarh East-West Railway Limited *	0.01	128.88	0.01	48.36
3	Ircon Soma Tollway Pvt Ltd	-	-	-	-
4	Mahanadi Coal Railway Limited	-	22.13	-	22.13
5	Bastar Railway Private Limited	0.01	25.33	0.01	25.33
6	Jharkhand Central Railway Limited	-	-	-	-
	<b>Total</b>	<b>0.09</b>	<b>194.41</b>	<b>0.02</b>	<b>113.96</b>

\* The Company's Board of Directors (BoD) has approved a resolution on 26<sup>th</sup> March, 2025 through which the loan commitment to Chhattisgarh East-West Railway Limited has been increased by **128.88 crore**. Accordingly, the values of the commitments have been disclosed.

## NOTES TO STANDALONE FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

- 4 Company's Non Fund based limits earmarked for issuance of bank guarantee to subsidiary companies amounts to **₹747.95 crore** (₹747.95 crore). Out of the said limit, bank guarantees to the extent of **₹245.62 crore** (₹461.07 crore) has been utilised as on 31.03.2025. Therefore, the balance limit for issuance of bank guarantee is **₹502.33 crore** (₹286.88 crore).
- 5 The Company has given corporate guarantee to various Banks on behalf of and in respect of term loan facility for its subsidiary companies for an amount of **₹3841.63 crore** (₹3841.63 crore). The subsidiary companies have availed term loan of **₹2388.66 crore** (₹1655.52 crore) till 31.03.2025. The subsidiary companies have repaid an amount of **₹130.51 crore** (₹80.25 crore) against these term loans and the term loan balance as on 31.03.2025 is **₹2258.15 crore** (₹1575.27 crore).
- 6 (i) The Company along with SECL (Sponsors) have executed Sponsor's Support Agreement on behalf of its Joint Venture, Chhattisgarh East West Railway Ltd.(CEWRL), wherein it has been stated that in case of termination of the Concession Agreement due to an event of default by the Borrower prior to the achievement of the Commercial Operation Date the Sponsors shall meet any shortfall in the Debt Service obligations of the Borrower, to the satisfaction of the Lenders, without recourse to the Borrower and/or the Project. IRCON's share as per the given amount of Rupee Term Loan is **₹1033.76 crore** (26% of total loan of ₹3976 crore) as on 31st March 2025 (31st March, 2024: ₹1033.76 crore).  
  
(ii) The Company along with CCL (Sponsors) have executed Sponsor's Support Agreement on behalf of its Joint Venture, Jharkhand Central Railway Ltd. (JCRL), wherein it has been stated that in case of termination of the Concession Agreement due to an event of default by the Borrower prior to the achievement of the Commercial Operation Date the Sponsors shall meet any shortfall in the Debt Service obligations of the Borrower, to the satisfaction of the Lenders, without recourse to the Borrower and/or the Project. IRCON's share as per the given amount of Rupee Term Loan is **₹327.60 crore** (26% of total loan of ₹1259.75 crore) as on 31st March 2025 (31st March, 2024: ₹327.60 crore).  
  
(iii) The Company along with SECL and CSIDCL (Sponsors) have executed Sponsor's Support Agreement on behalf of its Joint Venture, Chhattisgarh East Railway Ltd.(CERL Ph-II), wherein it has been stated that in case of termination of the Concession Agreement due to an event of default by the Borrower prior to the achievement of the Commercial Operation Date the Sponsors shall meet any shortfall in the Debt Service obligations of the Borrower, to the satisfaction of the Lenders, without recourse to the Borrower and/or the Project. IRCON's share as per the given amount of Rupee Term Loan is **₹350.74 crore** (26% of total loan of ₹1,349.00 crore) as on 31st March 2025 (31st March, 2024: ₹350.74 crore).
- 7 The Company has committed to grant loan (Unsecured interest free/ Unsecured interest-bearing) upto an aggregate amount of ₹500 crore at any time to Special Purpose Vehicles (SPVs) formed as wholly owned subsidiary (WOS) companies in India for executing road/ highway project of NHAI, in addition to limits already approved by BoD.
- 8 There is an outstanding Letter of Credit as on 31st March, 2025 amounting to **₹135.86 crore** (31st March, 2024 ₹3.42 crore).
- 9 The Company in it's 273<sup>rd</sup> BoD held on 12.11.2021, approved the shareholder's agreement between IRCON and Ayana Renewable Power Private Limited. As per para 5.2.1 of SSHA, capital to the tune of ₹370.80 Crore are to be infused in IRPL in the form of hybrid securities. The company's share in these securities is ₹88.99 Crore, i.e., 24% share of hybrid securities. As per the schedule 10 of the SSHA, the hybrid securities shall :  
  
(A) be optionally converted to equity shares of the company at anytime after the receipt of second tranche of VGF, at the option of the holder or  
  
(B) be redeemable at the end of 20 (twenty) years from the date of issuance, which may be extended (subject to applicable laws) to such date on which any Senior Loan, which were outstanding at the end of the fixed term, are repaid.

Further, the holders of hybrid securities shall have a right but not an obligation to convert any and/or all of the hybrid securities held by it into equity shares, anytime after the receipt of 2<sup>nd</sup> tranche of VGF in one or more tranches in accordance with the ratio determined in SSHA. In line with the SSHA, IRPL's Board of Directors have approved

## NOTES TO STANDALONE FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

the issue of hybrid securities in the form of optionally convertible debentures (OCD's). The salient features of OCD's are as below:

- i) the tenure of OCD's shall be 20 years
- ii) the rate of interest shall be 14% p.a. and interest shall be payable only if IRPL has distributable profits, else interest will get accumulated
- iii) interest payable shall remain subordinate to interest and principal payment of senior loans
- iv) the OCD will be unsecured
- v) the holders of hybrid securities shall have a right but not an obligation to convert the hybrid securities into equity shares, anytime after the receipt of second tranche of VGF.

During the FY 2024-25, IRCON has already subscribed to ₹66.00 crore in above OCD's upon Private Placement by IRPL and the outstanding commitment of IRCON as 31.03.2025 is ₹22.99 crore.

- 10 The Company has executed Sponsor Support Undertaking in favour of the lenders for loan availed by its Subsidiary Companies as under:-

- (i) Ircon Shivpuri Guna Tollway Limited
- (ii) Ircon Davanagere Haveri Highway Limited
- (iii) Ircon Vadodara Kim Expressway Limited
- (iv) Ircon Gurgaon Rewari Highway Limited
- (v) Ircon Akloli-Shirsad Expressway Limited
- (vi) Ircon Ludhiana Rupnagar Highway Limited
- (vii) Ircon Bhoj Morbe Expressway Limited
- (viii) Ircon Haridwar Bypass Limited
- (ix) Ircon Renewable Power Limited

### 38. Segment Reporting

Disclosure as per Ind AS 108 "Operating Segment" is given as under:

#### A. General information

Operating segments are defined as components of an enterprise for which discrete financial information is available which is being evaluated regularly by the Chief Operating Decision Maker (CODM) in deciding how to allocate resources and assessing performance. The Board of Directors of the Company is the Chief Operating Decision Maker (CODM). The operating segments have been reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM) for review of performance and allocating resources.

The Company has determined reportable operating segments from geographical perspective.

#### B. Information about reportable segments and reconciliation to amounts reflected in the financial statements:

(₹ in crore)

Particulars	International		Domestic		Total	
	For the year ended 31st March 2025	For the year ended 31st March 2024	For the year ended 31st March 2025	For the year ended 31st March 2024	For the year ended 31st March 2025	For the year ended 31st March 2024
<b>Segment Revenue</b>						
Revenue from external customers	339.10	574.82	9,854.04	11,375.58	10,193.14	11,950.40
<b>Total Operating Revenue</b>	<b>339.10</b>	<b>574.82</b>	<b>9,854.04</b>	<b>11,375.58</b>	<b>10,193.14</b>	<b>11,950.40</b>
Interest income	26.18	43.11	266.43	285.88	292.61	328.99
Other Income	17.61	1.11	174.09	107.35	191.70	108.46
Inter - segment	-	-	-	-	-	-
<b>Total Revenue</b>	<b>382.89</b>	<b>619.04</b>	<b>10,294.56</b>	<b>11,768.81</b>	<b>10,677.45</b>	<b>12,387.85</b>

## NOTES TO STANDALONE FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

Particulars	International		Domestic		Total	
	For the year ended 31st March 2025	For the year ended 31st March 2024	For the year ended 31st March 2025	For the year ended 31st March 2024	For the year ended 31st March 2025	For the year ended 31st March 2024
<b>Segment Result</b>						
Profit before provision, depreciation, interest and exceptional item and tax	97.26	201.20	1,115.73	1,081.79	1,212.99	1,282.99
Less: Provisions and write back	(4.54)	(3.11)	(246.32)	(79.57)	(250.86)	(82.68)
Less: Depreciation, amortization and impairment	(2.07)	(2.18)	(36.18)	(34.03)	(38.25)	(36.21)
Less: Interest	(0.33)	0.59	(5.74)	(9.15)	(6.07)	(8.56)
<b>Profit before tax</b>	<b>90.32</b>	<b>196.50</b>	<b>827.49</b>	<b>959.04</b>	<b>917.81</b>	<b>1,155.54</b>
Less: Tax expense	(7.29)	(43.06)	(172.93)	(249.58)	(180.22)	(292.64)
<b>Profit after tax</b>	<b>83.03</b>	<b>153.44</b>	<b>654.56</b>	<b>709.46</b>	<b>737.59</b>	<b>862.90</b>

### C. Other Information

(₹ in crore)

Particulars	International		Domestic		Total	
	For the year ended 31st March 2025	For the year ended 31st March 2024	For the year ended 31st March 2025	For the year ended 31st March 2024	For the year ended 31st March 2025	For the year ended 31st March 2024
Total Assets	1,052.66	1,034.39	13,448.28	13,049.74	14,500.94	14,084.13
Total Liabilities	831.08	857.38	7,432.42	7,454.99	8,263.50	8,312.37
Investment in joint ventures accounted for by equity method	-	-	-	-	-	-
Non current asset other than financial instruments, deferred tax assets, net defined benefit assets	92.56	90.10	980.45	951.20	1,073.01	1,041.30
Capital Expenditure for the year ending (Addition to PPE, CWIP, Investment Property, Other Intangible Assets, Intangible assets under development and Right-to-use)	1.26	0.09	92.51	40.90	87.32	40.99

### D. Information about major customer

During the year ended March 31, 2025, Operating Revenue of approximately **51.64 %** ( 62.95 %) derived from a single external customer in Domestic Segment.

## 39. Revenue

### A. Disaggregation of Revenue

Set out below is the disaggregation of the Company's revenue from contracts with customers into operating segment and type of product or services:



## NOTES TO STANDALONE FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

(₹ in crore)

Type of Product or Services	For the year ended 31st March 2025						
	Revenue as per Ind AS 115			Method for measuring performance obligation		Other Revenue	Total as per Statement of Profit and Loss /Segment Reporting
	Domestic	International	Total	Input Method	Output Method		
Railways	7,933.00	300.77	<b>8,233.77</b>	8,233.77	-	19.20	<b>8,252.97</b>
Highway	1,843.31	27.85	<b>1,871.16</b>	1,871.16	-	0.15	<b>1,871.31</b>
Electrical	-	-	-	-	-	-	-
Building	-	-	-	-	-	-	-
Others	23.04	6.51	<b>29.55</b>	29.55	-	39.31	<b>68.86</b>
<b>Total</b>	<b>9,799.35</b>	<b>335.13</b>	<b>10,134.48</b>	<b>10,134.48</b>	-	<b>58.66</b>	<b>10,193.14</b>

Out of the total revenue recognised under Ind AS 115 during the year, **₹10,193.14 crore** is recognised over a period of time and Nil recognised point in time.

(₹ in crore)

Type of Product or Services	For the year ended 31st March 2024						
	Revenue as per Ind AS 115			Method for measuring performance obligation		Other Revenue	Total as per Statement of Profit and Loss /Segment Reporting
	Domestic	International	Total	Input Method	Output Method		
Railways	9,569.36	449.09	<b>10,018.45</b>	10,018.45	-	-	10,018.45
Highway	1,763.09	125.48	<b>1,888.57</b>	1,888.57	-	-	1,888.57
Electrical	-	-	-	-	-	-	-
Building	-	-	-	-	-	-	-
Others	11.91	-	<b>11.91</b>	11.91	-	31.46	43.37
<b>Total</b>	<b>11,344.36</b>	<b>574.57</b>	<b>11,918.93</b>	<b>11,918.93</b>	-	<b>31.46</b>	<b>11,950.39</b>

Out of the total revenue recognised under Ind AS 115 during the year, **₹11,950.39 crore** is recognised over a period of time and Nil recognised point in time.

### B. Contract balances

(₹ in crore)

Particulars	For the year ended 31st March 2025	For the year ended 31st March 2024
Trade Receivables (Note 12.2)	1,649.31	946.46
Contract Assets (Note 8.3 and 12.6)	1,967.80	1,566.61
Contract Liabilities (Note 20 and 22)	2,886.20	3,048.61

- Trade receivables are non-interest bearing and the customer profile include Ministry of Railways, Public Sector Enterprises, State Owned Companies in India and abroad. The Company's average project execution cycle is around 24 to 36 months. General payment terms include mobilisation advance, monthly progress payments with a credit period ranging from 45 to 60 days.
- Contract Assets are recognised over the period in which services are performed to represent the Company's right to consideration in exchange for goods or services transferred to the customer. It includes balances due from customers under construction contracts that arise when the Company receives payments from customers as per terms of the contracts however the revenue is recognised over the period under input method. Any amount previously recognised as a contract asset is reclassified to trade receivables on satisfaction of the condition attached i.e. future service which is necessary to achieve the billing milestone.

**NOTES TO STANDALONE FINANCIAL STATEMENTS****For The Year Ended 31<sup>st</sup> March 2025****Movement in contract balances during the year**

(₹ in crore)

Particulars	For the year ended 31st March 2025	For the year ended 31st March 2024
Contract asset at the Beginning of the year	1,566.61	1,250.49
Contract asset at the end of the year	1,967.80	1,566.61
<b>Net increase/(decrease)</b>	<b>401.19</b>	<b>316.12</b>

For the year 2024-25- there has been a net increase of **₹401.19 crore** and ( ₹316.12 crore) mainly due to recognition of Revenue based on input method whereas bills for work done are certified based on contract conditions. During the year ended March 31st, 2025, **₹687.43 crore** and March 31st 2024, ₹903.90 crore of contract assets as of April 1st, 2024 and April 1st 2023 respectively has been reclassified to trade receivables upon billing to customers on completion of milestones.

- iii. Contract liabilities relating to construction contracts are balances due to customers, these arise when a particular milestone payment exceeds the revenue recognised to date under the input method and advance received in long term construction contracts. The amount of Advance received gets adjusted over the construction period as and when invoicing is made to the customer.

(₹ in crore)

Particulars	For the year ended 31st March 2025	For the year ended 31st March 2024
Contract liabilities at the beginning of the year	3,048.61	3,531.78
Contract liabilities at the end of the year	2,886.20	3,048.61
<b>Net increase/(decrease)</b>	<b>(162.41)</b>	<b>(483.17)</b>

For the year 2024-25 and 2023-24 – There has been a net decrease of **₹(162.41) crore** and ( ₹(483.17) crore) as compared to previous year mainly due to adjustment of advance payment received from client against works executed.

**C. Set out below is the amount of revenue recognised from:**

(₹ in crore)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Amount included in contract liabilities at the beginning of the year	1,343.93	2,912.29
Performance obligation satisfied in previous years	–	–

**D. Cost to obtain the contract**

Amount recognised as asset as at 31st March, 2025 is Nil (As at 31st March, 2024: Nil)

Amount of amortisation recognised in the statement of profit and loss during the year is Nil (FY 2023-24: Nil)

**E. Cost to fulfil the contract**

Amount recognised as asset as at 31st March, 2025 is **₹87.53 crore** (As at 31st March, 2024: ₹91.92 crore)

Amount of amortisation recognised in the statement of profit and loss during the year is **₹2.04 crore** (FY 2023-24: ₹9.92 crore)

**F. Performance obligation**

Information about the Company's performance obligations are summarised below:

The transaction price allocated to the remaining performance obligations (unsatisfied or partially unsatisfied) as at 31st March are, as follows:

(₹ in crore)

Particulars	For the year ended 31st March 2025	For the year ended 31st March 2024
Within one year	9,500	10,400
More than one year to 2 years	8,300	9,800
More than 2 years	2,547	7,008
<b>Total</b>	<b>20,347</b>	<b>27,208</b>

## NOTES TO STANDALONE FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

### 40. Leases

#### a) Company as a Lessee

The Company as a lessee has entered into various lease contracts, which includes lease of land, office space, guest house and vehicles.

The Company also has certain leases of offices and guest house with lease terms of 12 months or less. The Company applies the 'short-term lease' recognition exemptions for these leases.

#### Right of Use Assets

The carrying amounts of right-of-use assets recognised and the movements during the year are disclosed in Note 7.

#### Lease Liabilities

Set out below are the carrying amounts of lease liabilities recognised and the movements during the year:

(₹ in crore)

	For the year ended 31st March 2025	For the year ended 31st March 2024
<b>Opening Balance at April 1, 2024</b>	3.24	0.51
Addition in lease liability	0.88	3.32
Accreditation of interest	0.27	0.28
Payments	(1.00)	(0.87)
<b>Balance at March 31, 2025</b>	<b>3.39</b>	<b>3.24</b>
<b>Current</b>	0.88	0.72
<b>Non-current</b>	2.51	2.52

The maturity analysis of the lease liability is included in Note – 31 Financial risk management objectives and policies under maturities of financial liabilities.

#### Amounts recognised in Statement of Profit and Loss

(₹ in crore)

Particulars	For the year ended 31st March 2025	For the year ended 31st March 2024
Depreciation expense of right-of-use assets (Refer Note 29)	1.22	1.13
Interest expense on lease liabilities (Refer Note 28)	0.27	0.28
Expense relating to short-term leases (Refer Note 26 (iii))	8.50	6.59
<b>Total</b>	<b>9.99</b>	<b>8.00</b>

The Company has several lease contracts that include extension and termination options. These options are negotiated by management and align with the Company's business needs. Management exercises significant judgement in determining whether these extension and termination options are reasonably certain to be exercised.

Following are the undiscounted potential future rental payments relating to periods following the exercise date of extension and termination options that are not included in the lease term:

(₹ in crore)

	Within five years	More than five years	Total
Extension options expected not to be exercised	–	–	–
Termination options expected to be exercised	–	–	–
	–	–	–

#### b) Company as a Lessor

- The Company has given buildings under operating lease. Lease income (rental and service charges) aggregating **₹28.08 crore** (₹23.21 crore) has been recognized in the Statement of Profit and Loss as per lease arrangements.
- The Company has given Machinery under operating lease. Lease income aggregating **₹3.67 crore** (₹0.20 crore) has been recognized in the Statement of Profit and Loss as per lease arrangement.

**NOTES TO STANDALONE FINANCIAL STATEMENTS****For The Year Ended 31<sup>st</sup> March 2025**

Future minimum rentals receivable under non-cancellable operating leases is as follows:

(₹ in crore)

	As at 31st March 2025	As at 31st March 2024
Within one year	16.70	4.41
After one year but not more than five years	45.90	28.37
More than five years	26.89	34.50
	<b>89.48</b>	<b>67.29</b>

**41. Disclosure as required by Schedule V of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:**

In compliance of Regulation 34(3) of SEBI (LODR) Regulation, 2015, the required information are given as under:

(₹ in crore)

	Name of the Company	Outstanding balance		Maximum amount outstanding during the year ended	
		For the year ended 31st March 2025	For the year ended 31st March 2024	For the year ended 31st March 2025	For the year ended 31st March 2024
<b>A</b>	<b>Loans and advances in the nature of loans:</b>				
	<b>To Subsidiary Companies</b>				
	Ircon PB Tollway Limited	206.20	197.51	209.55	228.56
	Ircon Shivpuri Guna Tollway Limited	18.57	–	18.57	–
	Ircon Davanagere Haveri Highway Limited	47.13	47.13	47.13	47.13
	Ircon Vadodara Kim Expressway Limited	–	68.96	68.96	68.96
	<b>To Joint Venture Companies</b>				
	Chhattisgarh East-West Railway Limited	–	–	–	–
	Jharkhand Central Railway Limited	–	–	–	–
<b>B</b>	<b>Investment by the loanee (as detailed above) in the shares of the Company and its subsidiaries</b>	–	–	–	–

**Foot Note:**

- There are no transactions of loans and advances to subsidiaries/joint ventures/associates/firms/others in which Directors are interested other than as disclosed above.

**42. Disclosure pursuant to section 186 of The Companies Act 2013:**

(₹ in crore)

S. No.	Nature of the transaction (loans given/ investments made/guarantees given)	Purpose for which the loan/guarantee/security is proposed to be utilised by the recipient	For the year ended 31st March 2025	For the year ended 31st March 2024
<b>(A)</b>	<b>Loans and Advances</b>			
	<b>Subsidiary Company</b>			
	Ircon Shivpuri Guna Tollway Limited	Project funding	18.57	–
	Ircon PB Tollway Limited	Project funding	206.20	197.51
	Ircon Vadodara Kim Expressway Limited	Project funding	–	68.96
	Ircon Davanagere Haveri Highway Limited	Project funding	47.13	47.13
	<b>Total</b>		<b>271.90</b>	<b>313.60</b>
<b>(B)</b>	<b>Guarantees</b>		<b>Refer Note 37</b>	
<b>(C)</b>	<b>Investments in fully paid equity shares and deemed equity</b>		<b>Refer Note 8.1</b>	

## NOTES TO STANDALONE FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

### 43. Details of delayed payments to Micro, Small and Medium Enterprises as defined under the MSMED Act, 2006

(₹ in crore)

S. No.	Particulars	As at 31st March, 2025	As at 31st March, 2024
1	The principal amount and the interest due thereon remaining unpaid to any supplier as at the end of each accounting year:		
	Principal amount due to micro and small enterprises	33.71	3.73
	Interest due on above	–	–
2	The amount of interest paid by the buyer in terms of Section 16 of the MSMED Act, 2006 along with the amounts of the payment made to the supplier beyond the appointed day during each accounting year*	–	9.24
3	The amount of interest due and payable for the period of delay in making payment (which have been paid but beyond the appointed day during the year) but without adding the interest specified under the MSMED Act, 2006	–	–
4	The amount of interest accrued and remaining unpaid at the end of each accounting year	–	–
5	The amount of further interest remaining due and payable even in the succeeding years, until such date when the interest dues as above are actually paid to the small enterprise for the purpose of disallowance as a deductible expenditure under Section 23 of the MSMED Act, 2006	–	–

\* During the year full and final settlement of claims has been made.

### 44. Corporate Social Responsibility Expenses (CSR)

As per Section 135 of the Companies Act, 2013 read with guidelines issued by Department of Public Enterprises, GOI, the Company is required to spend, in every financial year, at least two per cent of the average net profits of the Company made during the three immediately preceding financial years in accordance with its CSR Policy. The details of CSR expenses for the year are as under:

#### a) Amount required to be spent on CSR Activities

(₹ in crore)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Gross amount required to be spent by the Company during the year	14.13	11.64
Amount approved by the Board to be spent during the year	14.13	11.64

#### b) Amount spent on CSR Activities

(₹ in crore)

Particulars		For the year ended 31st March 2025			For the year ended 31st March 2024		
		Paid in cash	Yet to be paid	Total	Paid in cash	Yet to be paid	Total
<b>A.On Construction/ acquisition of any asset*</b>							
(i) For Ongoing Activities	0.08						
(ii) Other than ongoing Activities	2.20	2.28	–	2.28	3.89	–	3.89



## NOTES TO STANDALONE FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

Particulars		For the year ended 31st March 2025			For the year ended 31st March 2024		
		Paid in cash	Yet to be paid	Total	Paid in cash	Yet to be paid	Total
<b>B. On purposes other than above</b>			–				
(i) For Ongoing Activities	2.17						
(ii) Other than ongoing Activities	9.70	11.87		11.87	7.76	–	7.76
<b>Total (A+B)</b>		14.15	–	<b>14.15</b>	<b>11.65</b>	–	<b>11.65</b>

\*Assets purchased and handed over to respective organisation and are not being held by the Company.

**c) Break-up of the CSR expenses under major heads is as under:**

(₹ in crore)

Particulars	For the year ended 31st March 2025	For the year ended 31st March 2024
Contribution to Prime Minister CARES Fund for fighting against COVID-19	–	0.67
Eradicating hunger, poverty & malnutrition, promoting preventive healthcare & sanitation & making available safe drinking water	9.05	6.39
Promoting Education, including special education and employment enhancing vocation skills especially among children.	4.47	4.33
Ensuring environmental sustainability	0.12	0.10
Setting up homes and hostels for women and orphans, Setting up old age homes, day care centres and such other facilities for senior citizens.	–	–
Sports	0.28	–
Others (including Other Administrative Cost)	0.23	0.16
<b>Total</b>	<b>14.15</b>	<b>11.65</b>

**d) Details related to unspent obligations:**

(₹ in crore)

Particulars	For the year ended 31st March 2025	For the year ended 31st March 2024
Unspent amount in relation to:		
– Ongoing project (#) *	2.25	–
– Other than ongoing project (##)	–	–

**# Ongoing Project:**

(₹ in crore)

Opening Balance		Amount required to be spent during the year	Amount spent during the year		Closing Balance	
With Company	In Separate CSR Unspent A/c		From Company's bank A/c	From Separate CSR Unspent A/c	With Company	In Separate CSR Unspent A/c
–	–	2.25	–	–	–	2.25

## NOTES TO STANDALONE FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

- \* Company has spent the amount of **₹11.90 crore** for Other than Ongoing CSR Activities as per Section 135(5) and **₹2.25 crore** has been transferred in Unspent CSR Account for the FY 2024-25 as per Section 135 (6). Further, there is an amount of **₹0.17 crore** (₹0.17 crore) earmarked for specific ongoing project of CSR.

#### ## Other than ongoing project:

(₹ in crore)

Opening Balance	Amount deposited in Specified Fund of Sch. VII within 6 months	Amount required to be spent during the year	Amount spent during the year	Closing Balance
-	-	-	-	-

#### e) Details related to spent / unspent obligations:

(₹ in crore)

Particulars	For the year ended 31st March 2025	For the year ended 31st March 2024
Opening Balance	-	-
Gross amount required to be spent by the Company during the year (as per (a) above)	14.13	11.64
Amount spent by the Company during the year (as per (b) above)*	14.15	11.65
<b>Shortfall/(Excess) amount spent by the company</b>	<b>(0.02)</b>	<b>(0.01)</b>

\* There are no related party transaction in respect to CSR expenditure.

#### f) Other disclosure:

(₹ in crore)

Particulars	For the year ended 31st March 2025	For the year ended 31st March 2024
Details of related party transactions, e.g., contribution to a trust controlled by the company in relation to CSR expenditure as per relevant Accounting Standard (1)	NA	NA
Where a provision is made with respect to a liability incurred by entering into a contractual obligation, the movements in the provision	NA	NA

## 45. Other Regulatory Disclosure

### a) Disclosure of ratios

Particulars	Numerator	Denominator	March 31, 2025	March 31, 2024	% change	Reason for change more than 25%
Current ratio	Current Assets	Current Liabilities	1.59	1.59	-	
Debt-equity ratio	Total Debt	Shareholder's Equity	0.00054	0.00056	-3.57%	
Debt service coverage ratio	Earnings for debt service = Net profit after taxes + Non-cash operating expenses+ Interest	Debt service = Interest & Lease Payments + Principal Repayments	183.44	114.30	60.49%	Refer Comment (i)
Return on equity ratio	Net Profits after taxes – Preference Dividend	Average Shareholder's Equity	12.28%	15.76%	-22.08%	

## NOTES TO STANDALONE FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

Particulars	Numerator	Denominator	March 31, 2025	March 31, 2024	% change	Reason for change more than 25%
Inventory turnover ratio	Cost of goods sold	Average Inventory	141.12	172.25	-18.07%	
Trade receivables turnover ratio	Net credit sales = Gross credit sales – sales return	Average Trade Receivable	7.85	13.17	-40.39%	Refer Comment (ii)
Trade payable turnover ratio	Net credit purchases = Gross credit purchases – purchase return	Average Trade Payables	9.04	12.97	-30.30%	Refer Comment (iii)
Net capital turnover ratio	Net sales = Total sales – sales return	Working capital = Current assets – Current liabilities	2.60	3.15	-17.46%	
Net profit ratio	Net Profit	Net sales = Total sales – sales return	6.91%	6.97%	-0.86%	
Return on capital employed	Earnings before interest and taxes	Capital Employed = Tangible Net Worth + Total Debt + Deferred Tax Liability	14.82%	20.19%	-26.60%	Refer Comment (iv)
Return on investment	Interest (Finance Income)	Investment	7.18%	8.04%	-10.70%	

### Comments:-

- (i) In computation of the ratio, interest has been offset, and to ensure comparability, the principal loan repayment has also been adjusted. Additionally, non-cash operating items comprising provisions and Bad Debts written off, have also been adjusted in the numerator. The change in the ratio is mainly due to these adjustments.
- (ii) Average trade receivables has increased in comparison to previous year.
- (iii) Average trade payable has increased in comparison to previous year.
- (iv) Profit before tax has decreased in comparison to previous year.
- (b) The Company do not have any transactions with companies struck off in current year and previous year.
- (c) The Company do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period in current year and previous year.
- (d) The Company has not traded or invested in crypto currency or virtual currency during the current year and previous year.
- (e) The Company has not advanced or loaned or invested funds to any other person(s) or entity(is), including foreign entities (Intermediaries) with the understanding that the Intermediary shall in current year and previous year:
  - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
  - (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries.
- (f) The Company has not received any fund from any person(s) or entity(is), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Company shall in current year and previous year:
  - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
  - (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries

## NOTES TO STANDALONE FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

- (g) The Company does not have any transaction which is not recorded in the books of accounts that has been subsequently surrendered or disclosed as income during the year as part of the on going tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961) in current year and previous year.
- (h) The Company do not have any Benami property, where any proceeding has been initiated or pending against the Company for holding any Benami property in current year and previous year.
- (i) The Company has not been declared as wilful defaulter by any bank or financial institution or government or any government authority in current year and previous year.
- (j) The Company has complied with the number of layers prescribed under the Companies Act, 2013 in current year and previous year.

#### 46. Recent pronouncement

- (a) The Company has adopted certain new accounting standards and amendments effective from April 1, 2024. Ind AS 117, Insurance Contracts, which replaces Ind AS 104, provides comprehensive guidance on the recognition, measurement, presentation, and disclosure of insurance contracts. However, it has no impact on the Company's financial statements as the Company has not entered into any insurance contracts.
- (b) Further, an amendment to Ind AS 116, Leases, relating to lease liabilities arising from sale and leaseback transactions, was also notified. Since the Company has not undertaken any such transaction, the amendment did not affect its financial statements.

#### 47. Disclosure as required by Ind AS 8 "Accounting Policies, Changes in Accounting Estimates and Errors

During the current year, the Company has revised its accounting policy regarding the classification and disclosure of contributions made to the Medical Trust Fund. The liability in respect of Post-Retirement Medical Benefits (PRMB) has been provided in line with DPE guidelines although actuarial valuation was also done earlier which is discontinued from FY 2024-25 onwards. Accordingly, the company has now reclassified the contribution to the medical trust as a Defined Contribution Plan whereas in the previous year, this was disclosed under Defined Benefit Plan. There is no change in the accounting treatment, recognition, or measurement of these contributions. The revision relates solely to the presentation and disclosure in the financial statements.

Accordingly, this change has no impact on the previously reported figures in the Statement of Profit and Loss, Balance Sheet, or the Statement of Cash Flows.

#### 49. Other disclosures

- a) (i) The company has been claiming deduction under section 80 IA from assessment years 2000-01 to 2019-20. The deduction under section 80 IA has been allowed by Income Tax Appellate Tribunal (ITAT). However, Income Tax Department has filled appeal before High Court against order of ITAT for the assessment year 2000-01. Further upto assessment year 2019-20 company was offering global income for tax in India after excluding the income in accordance with DTAA agreements where income earned from foreign countries are excluded from global income offered for taxation. The company was allowed exclusion method upto assessment year 2005-06, thereafter credit against taxes paid in foreign countries have been allowed from taxes computed on global income by department. After paying the due tax the issue has been contested by filing appeals. This issue has been allowed in favour of the company by ITAT.
- (ii) The provision for income tax with respect to earlier years has been written back / income tax expenses has been reversed amounting to. **₹24.32 crore** (₹ NIL) account of favourable orders received from Income tax authorities.
- b) There are certain other matters pending in litigations against the Company before various courts and appellate authorities on account of claims by some contractors in cost plus projects. In such cases, the Company envisages reimbursement from the Clients in full as per the terms of contract and expects no economic outflow of resources. In this respect, a total claim of **₹1779.99 crore** (₹1702.41 crore) is under litigation, for which provision of **₹NIL** (₹ NIL) has been made and reimbursed by the client. The Company has also made counter claims on the contractors of **₹112.83 crore** (₹120.64 crore). Interest on claims is not considered, being unascertainable.
- c) Hon'ble High Court has permitted to release an arbitration award, amounting to **₹97.96 Crore** against NHAI for UP-05 ,Orai Highway Project against submission of bank guarantee of equivalent amount. The company has provided liability of equivalent amount till final decision of the Court.

## NOTES TO STANDALONE FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

- d) The Company has a system of obtaining periodic confirmation of balances from banks and other parties. So far as trade/other payables and loans and advances are concerned, the balance confirmation letters were sent to the parties. Balances of some of the Trade Receivables, Other Assets, Trade and Other Payables are subject to confirmations/reconciliations and consequential adjustment, if any. Reconciliations are carried out on on-going basis. However, management does not expect to have any material financial impact of such pending confirmations / reconciliations.
- e) In the opinion of the management, the value of assets, other than property, plant and equipment and non-current investments, on realisation in the ordinary course of business, will not be less than the value at which these are stated in the Balance Sheet.
- f) Certain reclassifications and recasting have been made to the comparative period's financial statements to enhance comparability with the current year's financial statements. These reclassifications have no effect on the reported results of operations.
- g) Previous year figures are shown under bracket () to differentiate from current year figures.

#### As per our Report of even date attached

##### For Ramesh C Agrawal and Company

Chartered Accountants

FRN : 001770C

Sd/-

**Monika Agrawal**

Partner

M. No. 093769

Place : New Delhi

Date : 21st May, 2025

#### For and on behalf of Board of Directors

Sd/-

**Ragini Advani**

Director (Finance)

DIN-09575213

Sd/-

**Alin Roy Choudhury**

Chief Financial Officer

Sd/-

**Hari Mohan Gupta**

Chairman & Managing Director  
and CEO

DIN-08453476

Sd/-

**Pratibha Aggarwal**

Company Secretary

FCS No. 8874



## COMMENTS OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA UNDER SECTION 143(6) (b) OF THE COMPANIES ACT, 2013 ON THE FINANCIAL STATEMENTS OF IRCON INTERNATIONAL LIMITED FOR THE YEAR ENDED 31 MARCH 2025

The preparation of financial statements of **Ircon International Limited** for the year ended 31 March 2025 in accordance with the financial reporting framework prescribed under the Companies Act, 2013 (Act) is the responsibility of the management of the Company. The Statutory Auditors appointed by the Comptroller and Auditor General of India under Section 139 (5) of the Act is responsible for expressing opinion on the financial statements under Section 143 of the Act based on independent audit in accordance with the standards on auditing prescribed under Section 143(10) of the Act. This is stated to have been done by them vide their Audit Report dated 21 May 2025.

I, on behalf of the Comptroller and Auditor General of India, have conducted a supplementary audit of the financial statements of **Ircon International Limited** for the year ended 31 March 2025 under Section 143(6)(a) of the Act. This supplementary audit has been carried out independently without access to the working papers of the Statutory Auditors and is limited primarily to inquiries of the Statutory Auditors and Company personnel and a selective examination of some of the accounting records.

On the basis of my supplementary audit nothing significant has come to my knowledge which would give rise to any comment upon or supplement to Statutory Auditors' report under Section 143(6) (b) of the Act.

For and on the behalf of the  
Comptroller & Auditor General of India

Date: 21.08.2025  
Place: New Delhi

Sd/-  
Teg Singh  
Principal Director of Audit  
Railway Commercial



# **Consolidated Financial Statements 2024–25**

## FORM AOC – 1

Statement containing salient features of Financial Statements of Subsidiaries/Joint Ventures as at 31.03.2025  
(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

### Part A "Subsidiaries"

(₹ in crore)

Sr. No.	Name of the Subsidiary	Ircon Shivpuri Guna Tollway Limited (ISGTL)	Ircon PB Tollway Limited (IPBTL)	Ircon Davanagere Haveri Highway Limited (IDHHL)	Ircon Infrastructure & Services Limited (IISL)	Ircon Vadodara Kim Expressway Limited (IVKEL)	Ircon Gurgaon Rewari Highway Limited (IGRHL)
1	Reporting period for the Subsidiary	31-Mar-25	31-Mar-25	31-Mar-25	31-Mar-25	31-Mar-25	31-Mar-25
2	The date since when Subsidiary was acquired	12.05.2015	30.09.2014	11.05.2017	30.09.2009	16.05.2018	24.12.2020
3	Reporting Currency	₹	₹	₹	₹	₹	₹
4	Share Capital(Including share application money pending allotment)	150.00	165.00	173.00	65.00	10.00	0.05
5	Other Equity/Reserves & Surplus (as applicable)	(131.61)	(55.31)	97.94	120.12	372.75	99.47
6	Liabilities	585.73	280.24	357.11	162.83	562.99	275.03
7	Total Equity and Liability	604.12	389.93	628.05	347.95	945.74	374.55
8	Total Assets	604.12	389.93	628.05	347.95	945.74	374.55
9	Investments	-	-	-	-	-	-
10	Turnover	173.65	40.55	168.09	116.63	137.68	121.99
11	Profit before Taxation	(22.58)	(31.60)	31.93	11.74	62.43	4.47
12	Provision for Taxation	-	-	8.16	(5.63)	16.01	1.15
13	Profit after Taxation	(22.58)	(31.60)	23.77	17.37	46.42	3.31
14	Interim Dividend – Equity	-	-	-	2.50	-	-
15	Interim Dividend – Preference	-	-	-	-	-	-
16	Proposed Dividend – Equity	-	-	-	4.91	-	-
17	Proposed Dividend – Preference	-	-	-	-	-	-
	% of share holding	100%	100%	100%	100%	100%	100%

As per our Report of even date attached

**For Ramesh C Agrawal and Company**

Chartered Accountants

FRN : 001770C

Sd/-

**Monika Agrawal**

Partner

M. No. 093769

Place : New Delhi

Date : 21st May, 2025

For and on behalf of Board of Directors

Sd/-

**Ragini Advani**

Director (Finance)

DIN-09575213

Sd/-

**Alin Roy Choudhury**

Chief Financial Officer

Sd/-

**Hari Mohan Gupta**

Chairman & Managing Director

and CEO

DIN-08453476

Sd/-

**Pratibha Aggarwal**

Company Secretary

FCS No. 8874

## FORM AOC – 1

Statement containing salient features of Financial Statements of Subsidiaries/Joint Ventures as at 31.03.2025  
(Pursuant to first proviso to sub-section (3) of section 129 read with rule 5 of Companies (Accounts) Rules, 2014)

### Part A "Subsidiaries"

(₹ in crore)

Sr. No.	Name of the Subsidiary	Ircon Renewable Power Limited (IRPL)	Ircon Akloli Shirsad Expressway Limited (ASEL)	Ircon Ludhiana Rupnagar Highway Limited (ILRHL)	Ircon Bhoj Morbe Expressway Limited (IBMEL)	Ircon Haridwar Bypass Limited (IHBL)
1	Reporting period for the Subsidiary	31-Mar-25	31-Mar-25	31-Mar-25	31-Mar-25	31-Mar-25
2	The date since when Subsidiary was acquired	13.01.2022	23.12.2021	24.12.2021	06.01.2022	13.01.2022
3	Reporting Currency	₹	₹	₹	₹	₹
4	Share Capital(Including share application money pending allotment)	5.00	4.34	11.11	10.60	0.05
5	Other Equity/Reserves & Surplus (as applicable)	142.59	118.26	107.92	103.60	87.17
6	Liabilities	1,938.22	425.50	500.25	573.50	267.47
7	Total Equity and Liability	2,085.81	548.10	619.28	687.70	354.69
8	Total Assets	2,085.81	548.10	619.28	687.70	354.69
9	Investments	–	–	–	–	–
10	Turnover	19.58	418.61	317.78	660.28	223.00
11	Profit before Taxation	3.70	8.12	8.80	15.41	1.77
12	Provision for Taxation	2.65	2.04	2.21	3.93	0.45
13	Profit after Taxation	1.05	6.08	6.59	11.48	1.32
14	Interim Dividend – Equity	–	–	–	–	–
15	Interim Dividend – Preference	–	–	–	–	–
16	Proposed Dividend – Equity	–	–	–	–	–
17	Proposed Dividend – Preference	–	–	–	–	–
	% of share holding	76%	100%	100%	100%	100%

As per our Report of even date attached

**For Ramesh C Agrawal and Company**  
Chartered Accountants  
FRN : 001770C

Sd/-  
**Monika Agrawal**  
Partner  
M. No. 093769

Place : New Delhi  
Date : 21st May, 2025

For and on behalf of Board of Directors

Sd/-  
**Ragini Advani**  
Director (Finance)  
DIN-09575213

Sd/-  
**Alin Roy Choudhury**  
Chief Financial Officer

Sd/-  
**Hari Mohan Gupta**  
Chairman & Managing Director  
and CEO  
DIN-08453476

Sd/-  
**Pratibha Aggarwal**  
Company Secretary  
FCS No. 8874

## Part "B": Joint Ventures

(₹ in crore)

Sr. No.	Name of Joint Ventures	Bastar Railway Private Limited	Chhattisgarh East Railway Limited	Chhattisgarh East West Railway Limited	Ircon – Soma Tollway Private Limited	Jharkhand Central Railway Limited	Mahanadi Coal Railway Limited	Indian Railway Stations Development Corporation Ltd
1	Latest audited Balance Sheet Date	31-Mar-25	31-Mar-25	31-Mar-25	31-Mar-25	31-Mar-25	31-Mar-25	31-Mar-25
2	Date on which the Associates or Joint Ventures was associated or acquired	05-May-16	12-Mar-13	25-Mar-13	19-Apr-05	31-Aug-15	31-Aug-15	12-Apr-12
	Shares of Joint Venture held by the company on the year end %	26.00%	26.00%	26.00%	50.00%	26.00%	26.00%	26.00%
	Number of shares held	7,63,37,300	19,78,55,700	19,39,91,200	6,38,70,000	2,62,56,438	2,60,00,000	5,19,99,699
	Amount of Investment in Joint Venture (Note 2 Below)(in ₹ )	76,33,73,000	1,97,85,57,000	1,93,99,12,000	63,87,00,000	26,25,64,380	26,00,00,000	51,99,96,990
	Total No of Shares	29,36,05,000	78,15,78,074	72,15,13,000	12,77,40,000	10,09,86,300	9,00,05,000	19,99,99,400
	Extent of Holding (%)	26.00%	25.31%	26.89%	50%	26.00%	28.89%	26.00%
3	Description of how there is significant influence	Refer Note 1 (Below)						
4	Reason why the Joint Venture is not consolidated	NA	NA	NA	NA	NA	NA	NA
5	Net worth attributable to shareholding as per latest audited balance sheet (₹ in Crore)	76.23	144.79	233.29	74.72	144.91	99.40	82.25
6	Profit/ (loss) for the year (₹ in Crore)	(0.75)	(161.38)	(0.20)	194.89	4.78	2.74	5.63
	(i) Considered in consolidation (₹ in Crore)	(0.20)	(40.85)	(0.05)	97.45	1.24	0.71	1.46
	(ii) Not considered in consolidation (₹ in Crore)	(0.55)	(120.53)	(0.15)	97.45	3.54	2.03	4.17

### Notes

- 1 Significant influence is demonstrated by holding 20% or more of the voting power of the investee.
- 2 Amount of Investment in Joint Venture

### As per our Report of even date attached

#### For Ramesh C Agrawal and Company

Chartered Accountants  
FRN : 001770C

Sd/-

**Monika Agrawal**

Partner

M. No. 093769

Place : New Delhi

Date : 21st May, 2025

### For and on behalf of Board of Directors

Sd/-

**Ragini Advani**

Director (Finance)

DIN-09575213

Sd/-

**Alin Roy Choudhury**

Chief Financial Officer

Sd/-

**Hari Mohan Gupta**

Chairman & Managing Director

and CEO

DIN-08453476

Sd/-

**Pratibha Aggarwal**

Company Secretary

FCS No. 8874



## INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF IRCON INTERNATIONAL LIMITED

### Report on the Audit of the Consolidated Ind AS Financial Statements

#### Opinion

We have audited the accompanying Consolidated Ind AS Financial Statements of **IRCON INTERNATIONAL LIMITED** (hereinafter referred to as the "Holding Company") and its subsidiaries (Holding Company and its subsidiaries together referred to as "the Group") and its jointly controlled entities, which comprise the Consolidated Balance Sheet as at 31<sup>st</sup> March, 2025, the Consolidated Statement of Profit and Loss (including other comprehensive income), the Consolidated Statement of Changes in Equity and the Consolidated Cash Flows Statement for the year ended on that date and notes to the financial statements including summary of the material accounting policies and other explanatory information (hereinafter referred to as the "Consolidated Ind AS Financial Statements").

We have audited the financial statements of the three (3) foreign branches situated at South Africa, Malaysia and Sri Lanka (Indian part) for the year ended 31<sup>st</sup> March, 2025. However, we have not visited any foreign branch and the relevant information for the audit purpose was provided to us by the management at corporate office level.

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid Consolidated Ind AS Financial Statements give the information required by the Companies Act, 2013 (the "Act") in the manner so required and give a true and fair view in conformity with Indian Accounting Standards prescribed under section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 as amended, ("Ind AS") and other accounting principles generally accepted in India, of the consolidated state of affairs of the Group and its jointly controlled entities as at 31<sup>st</sup> March, 2025, the consolidated profit, the consolidated total comprehensive income, the consolidated changes in equity and the consolidated cash flows for the year ended on that date.

#### Basis for Opinion

We conducted our audit of the Consolidated Ind AS Financial Statements in accordance with Standards on

Auditing ("SAs") specified under section 143 (10) of the Act. Our responsibilities under those Standards are further described in the Auditor's Responsibility for the Audit of the Consolidated Ind AS Financial Statements section of our report. We are independent of the Group and its jointly controlled entities in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the Consolidated Ind AS Financial Statements under the provisions of the Act and the Rules made thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us and other auditors in terms of their reports referred to it "Other Matter" paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the Consolidated Ind AS Financial Statements.

#### Emphasis of Matters

Reference is invited to footnote no. (i) of Note no. 9 of the Consolidated Ind AS Financial Statements wherein it has been stated that financial statements of one of the jointly controlled entities i.e. Indian Railway Stations Development Corporation Ltd. (IRSDC) have been prepared on liquidation basis and that the Group does not foresee any impairment in the value of investments held by it in IRSDC.

Our opinion is not modified in respect of the above matter.

#### Key Audit Matters

Key audit matters are those matters that, in our professional judgment, were of most significance in our audit of the Consolidated Ind AS Financial Statements of the current period. These matters were addressed in the context of our audit of the Consolidated Ind AS Financial Statements as a whole, and in forming our opinion thereon, we do not provide a separate opinion on these matters. Considering the requirement of Standard on Auditing (SA 600) on 'Using the work of Another Auditor' including materiality, below Key Audit Matters have been reproduced from the Independent Auditor's Reports on the audit of Standalone Ind AS Financial Statements of the Holding Company.

## INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF IRCON INTERNATIONAL LIMITED

Key Audit Matter	How our audit addressed the matter
<p><b>Revenue Recognition in terms of Ind AS 115 "Revenue from Contracts with Customers"</b></p> <p>Accounting Standard on Revenue which prescribes five steps revenue recognition model.</p> <p>The Holding Company recognizes revenue for a performance obligation satisfied over time after estimating its progress towards complete satisfaction of the performance obligation. The recognition of revenue requires assessments and judgments to be made on changes in work scope, claims (compensation, rebates etc.) and other payments to the extent performance obligation is satisfied. The company measures the performance obligation by applying input method. In the contracts where performance obligation cannot be measured by input method, the output method is applied, which faithfully depict the Company's performance towards complete satisfaction of the performance obligation.</p> <p>During order fulfillment, contractual obligations may need to be reassessed. In addition, change orders or cancelations have to be considered. As a result, total estimated project costs may exceed total contract revenues and therefore require immediate recognition of the expected loss.</p> <p>Ind AS 115 requires entities to exercise judgement, taking into consideration all of the relevant facts and circumstances when applying each step of the model to contracts with their customers.</p> <p>The application of the revenue accounting standard involves certain key judgements relating to –</p> <ol style="list-style-type: none"> <li>identification of distinct performance obligations;</li> <li>determination of transaction price of the identified performance obligations;</li> <li>the appropriateness of the basis used to measure revenue recognized at a point in time or over time.</li> </ol> <p>Additionally, revenue accounting standard contains disclosures which involves collation of information in respect of disaggregated revenue and periods over which the remaining performance obligations will be satisfied subsequent to the balance sheet date. Revenue recognition from these judgements were identified as a Key Audit Matter and required a higher extent of audit effort.</p> <p>Refer Note No. 43 to the Consolidated Ind AS Financial Statements.</p>	<p>- Our audit procedures included considering the appropriateness of the Company's revenue recognition accounting policies and assessing compliance with the policies in terms of the applicable accounting standards. We evaluated the effectiveness of control over the preparation of information that is designed to ensure the completeness and accuracy. We selected a sample of contracts, and tested the operating effectiveness of the internal control, relating to identification of the distinct performance obligations and satisfaction of performance obligations. We also examined costs included within WIP balances on a sample basis and tested their recoverability through comparing the net realizable values as per the agreements with estimated cost to complete.</p> <p>- We performed following substantive procedures over revenue recognition with specific focus on whether there is single performance obligation or multiple performance obligations in the contract and whether the performance obligation is being satisfied over the period of time or at a point in time:</p> <ul style="list-style-type: none"> <li>• Read, analyzed and identified the distinct performance obligations in these contracts.</li> <li>• Compared these performance obligations with that identified and recorded by the Company.</li> <li>• Considered the terms of the contracts to verify the transaction price used to allocate to separate performance obligations.</li> <li>• Checked whether the performance obligation is being satisfied over the period of time or at a point in time.</li> <li>• Performed analytical procedures for reasonableness of revenues disclosed</li> </ul>

## INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF IRCON INTERNATIONAL LIMITED

Key Audit Matter	How our audit addressed the matter
<p><b>Contingent Liabilities</b></p> <p>There are a number of litigations pending before various forums against the Company and the management's judgement is required for estimating the amount to be disclosed as contingent liability. We identified this as a key audit matter because the estimates on which these amounts are based involve a significant degree of management judgement in interpreting the cases.</p> <p>Refer Note no. 40 of the Consolidated Financial Statements, read with the Accounting Policy No. 2.2.16.</p>	<p>We have obtained an understanding of the Company's procedure in respect of estimation and disclosure of contingent liabilities and adopted the following audit procedure:</p> <ul style="list-style-type: none"> <li>• Reviewing the current status and material developments of legal matters.</li> <li>• Examining recent orders from competent authorities and/or communication received from various authorities, judicial forums and follow-up action thereon.</li> <li>• Review and analysis of evaluation of the contentions of the company through discussions, collection of details of the subject matter under consideration, the likely outcome and consequent potential outflows on those issues.</li> </ul>
<p><b>System Environment and internal Controls</b></p> <p>The Company is having SAP system in place and only FI-CO, Payroll, Financial Control, Human Capital Management, Employee Self Service / Manager Self Service (ESS / MSS) etc module are in use throughout the organization. However, Project Systems (PS), Materials Management (MM) and Document Management System (DMS) modules have been developed and rolled out at 07 project locations including corporate office. Rollout at other locations is under implementation. SD module is configured and is in advanced stage for invoicing.</p> <p>The IT system in the company are not fully automated and manual interventions are in place in preparing and reporting of financial statements. This required a high degree of auditor judgement in evaluating the audit evidence and a higher extent of audit effort.</p>	<p>Our procedures included but were not limited to:</p> <ul style="list-style-type: none"> <li>• Discussing with management and IT department on the IT environment and consideration of the key financial processes to understand where IT systems were integral to the financial reporting process.</li> <li>• Testing the design of the key IT controls relating to financial reporting systems of the company.</li> <li>• We also tested the company's controls around system interfaces.</li> <li>• We applied substantive audit procedures to ensure that areas where there are manual controls are operating effectively.</li> <li>• Our audit planning and procedures also includes the various reports which the system generates and without which it is difficult for us to collect the data of the various heads of the Balance sheet.</li> </ul>

### Information Other than the Consolidated Ind AS Financial Statements and Auditor's Report thereon

The Holding Company's Board of Directors is responsible for the other information. The other information comprises the information included in the Company's Annual Report but does not include the Consolidated Ind AS Financial Statements, standalone financial statements and our auditor's report thereon.

Our opinion on the Consolidated Ind AS Financial Statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the Consolidated Ind AS Financial Statements, our responsibility is to read the other information and in doing so, consider whether the other information is materially inconsistent with

the Consolidated Ind AS Financial Statements or our knowledge obtained during the course of our audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.

### Responsibilities of Management and Those Charged with Governance for the Consolidated Ind AS Financial Statements

The Holding Company's Board of Directors is responsible for matters stated in section 134(5) of the Act with respect to the preparation and presentation of these Consolidated Ind AS Financial Statements that give a

## INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF IRCON INTERNATIONAL LIMITED

true and fair view of the consolidated financial position, consolidated financial performance including other comprehensive income, consolidated change in equity and consolidated cash flows of the Group and its jointly controlled entities in accordance with the accounting principles generally accepted in India, including the Ind AS specified under section 133 of the Act.

The respective Board of Directors of the companies included in the Group and of its jointly controlled entities are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the Consolidated Ind AS Financial Statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the Consolidated Ind AS Financial Statements by the Directors of the Holding Company, as aforesaid.

In preparing the Consolidated Ind AS Financial Statements, the respective Board of Directors of the companies included in the Group and of its jointly controlled entities are responsible for assessing the ability of the Group and of its jointly controlled entities to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors of the companies included in the Group and its jointly controlled entities either intends to liquidate the entities or to cease operations, or have no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group and of its jointly controlled entities are responsible for overseeing the financial reporting process of the Group and of its jointly controlled entities.

### **Auditor's Responsibilities for the Audit of the Consolidated Ind AS Financial Statements**

Our objectives are to obtain reasonable assurance about whether the Consolidated Ind AS Financial Statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can

arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these Consolidated Ind AS Financial Statements.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the Consolidated Ind AS Financial Statements, whether due to fraud or error, design and perform audit procedures responsive to those risks and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal financial controls relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3)(i) of the Act, we are also responsible for expressing our opinion on whether the Holding Company, its subsidiaries and jointly controlled entities which are companies incorporated in India, has adequate internal financial controls system in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Group and its jointly controlled entities to continue as a going concern. If we conclude that material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the Consolidated Ind AS Financial Statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the Consolidated Ind AS Financial Statements, including the disclosures, and whether the Consolidated Ind AS Financial Statements



## INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF IRCON INTERNATIONAL LIMITED

represent the underlying transactions and events in a manner that achieves fair presentation.

- Obtain sufficient appropriate audit evidence regarding the financial information of the entities or business activities within the Group and jointly controlled entities to express an opinion on the Consolidated Ind AS Financial Statements we are responsible for the direction, supervision and performance of the audit of the financial statements of such entities included in the consolidated financial statements of which we are the independent auditors. For the other entities included in the consolidated financial statements, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion.

Materiality is the magnitude of misstatements in the Consolidated Ind AS Financial Statements that, individually or in aggregate, makes it probable that the economic decisions of a reasonably knowledgeable user of the Consolidated Ind AS Financial Statements may be influenced. We consider quantitative materiality and qualitative factors in (i) planning the scope of our audit work and in evaluating the results of our work; and (ii) to evaluate the effect of any identified misstatements in the Consolidated Ind AS Financial Statements.

We communicate with those charged with governance of the Holding company, its subsidiaries and jointly controlled entities included in the Consolidated Ind AS Financial Statements of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal financial controls that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards

From the matters communicated with those charged with governance, we determine those matters that were of most significance in the audit of the Consolidated Ind AS Financial Statements of the current period and are therefore the key audit matters. We describe these matters in our auditor's report unless law or regulation precludes public disclosure about the matter or when, in extremely rare circumstances, we determine that a matter should not be communicated in our report because the adverse consequences of doing so would reasonably be

expected to outweigh the public interest benefits of such communication.

### Other Matters

- We did not audit the financial statements / financial information of four (4) foreign branches included in the standalone Ind AS financial statement of the company whose financial statements/financial information reflect total assets of ₹923.62 Crores (Previous year ₹831.78 Crores) as at 31<sup>st</sup> March 2025, total revenue of ₹357.35 Crores (Previous Year ₹548.44 crores) and total PBT of ₹74.63 crores (previous year ₹112.41 crores), for the year ended on that date, as considered in the standalone financial statements. The financial statements/information of these branches have been audited by the branch auditors whose reports have been furnished to us, and our opinion in so far as it relates to the amounts and disclosure included in respect of these branches, is based solely on the reports of such branch auditors.
- The financial statements include profit/(loss) of ₹0.08 Crores (Previous Year ₹(-)0.08 Crores), the company's share in two (2) integrated joint operations (unincorporated) accounts which have been audited by other firms of chartered Accountants and profit/(loss) of ₹0.45 Crores (Previous Year ₹0.90 Crores) the company's share in one (1) joint operation accounts which have been certified by the management for the year ended 31<sup>st</sup> March 2025.
- We did not audit the financial statements/financial information of eleven (11) subsidiaries whose financial statements/ financial information reflect Total Assets of ₹7585.92 Crores (Previous Year ₹5603.36 Crores) as at 31<sup>st</sup> March 2025, Total Revenues of ₹2397.84 Crores (Previous Year ₹2457.13 Crores) and net increase/(decrease) in cash flows amounting to ₹(-)48.80 Crores (Previous Year ₹172.38 Crores) for the year ended on that date, as considered in the consolidated Ind AS financial statements. The consolidated financial statements also include the Group's share of ₹58.51 Crores (Previous Year ₹44.22 Crores) profit (net) using equity method in five (5) jointly controlled entities whose financial statements/ financial information have been audited by other firm of Chartered Accountants, and also included Group's share of ₹1.26 Crores (Previous Year ₹2.00 Crores) profit (net) using equity method in two (2) jointly controlled entities whose financial statements/ financial information have not been audited by their auditor but certified by the management and included in the Consolidated Ind AS financial statements for the year



## INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF IRCON INTERNATIONAL LIMITED

ended 31<sup>st</sup> March, 2025.

- Reference is invited to Note no. 46 of the Consolidated Ind AS Financial Statements regarding amendments made in the IndAS-116 and IndAS-117. As explained by the Management there is no financial impact of such amendments.

These financial statements/ financial information which have been audited by other auditors whose financial statement / financial information have been furnished to us by the management and our opinion on the Consolidated Ind AS Financial Statements in so far as it relates to the amounts and disclosure included in respect of these audited subsidiaries, jointly controlled entities and our report in terms of sub-sections (3) and (11) of Section 143 of the Act in so far as it relates to the aforesaid subsidiaries and jointly controlled entities, is based solely on the reports of the other Auditors after considering the requirement of Standard on Auditing (SA 600) on 'Using the work of Another Auditor' including materiality.

Our opinion on the consolidated financial statements, and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors and financial statements /financial information certified by the management.

### Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2020 (the "Order") issued by the Central Government in terms of Section 143(11) of the Act, based on our audit we give in the "Annexure A" a statement on the matters specified in paragraph 3(xxi) of the Order.
2. As required by Section 143(3) of the Act, based on our audit and on the consideration of report of the other Auditors on separate financial statements and the other financial information of the subsidiaries and jointly controlled entities mentioned in the 'Others Matters' paragraph, we report that:
  - a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid Consolidated Ind AS Financial Statements.
  - b) In our opinion, proper books of account as required by law maintained by the Group and its jointly controlled entities including relevant records relating to preparation of the aforesaid Consolidated Ind AS Financial Statements

have been kept so far as it appears from our examination of those books and the reports of the other auditors.

- c) The reports on the accounts of the branch offices of the Holding Company, its subsidiaries and jointly controlled entities incorporated in India, audited under Section 143(8) of the Act by their auditors have been sent to us and have been properly dealt with in preparing this report.
- d) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss (including Other Comprehensive Income), the Consolidated Cash Flow Statement and Consolidated Statement of Changes in Equity dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the Consolidated Ind AS Financial Statements.
- e) In our opinion, the aforesaid Consolidated Ind AS Financial Statements comply with the Ind AS specified under Section 133 of the Act read with the Companies (Indian Accounting Standards) Rules, 2015 (as amended).
- f) On the basis of the reports of the statutory auditors of joint ventures incorporated in India, none of the directors of the joint ventures incorporated in India is disqualified as on 31<sup>st</sup> March'2025 from being appointed as a director in terms of section 164(2) of the Act. We are informed that the provisions of section 164(2) of the Act are not applicable to the Holding Company and its subsidiary companies incorporated in India being Government Companies in terms of notification No.G.S.R.463(E) dated 5<sup>th</sup> June, 2015, issued by the Ministry of Corporate Affairs.
- g) With respect to the adequacy of internal financial controls over financial reporting of the Group and the operating effectiveness of such controls, refer to our separate report in "Annexure B".
- h) We are informed that the provisions of section 197 read with Schedule V of the Act, relating to managerial remuneration are not applicable to the Holding Company and its subsidiaries incorporated in India, being a government company, in terms of Ministry of Corporate Affairs Notification No. G.S.R. 463 (E) dated 5<sup>th</sup> June 2015. On the basis of the reports of the statutory auditors of joint ventures incorporated in India, no remuneration has been paid by the Joint Ventures to its directors during the year.

## INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF IRCON INTERNATIONAL LIMITED

- i) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, as amended, in our opinion and to the best of our information and according to the explanations given to us:
  - (i) The Consolidated Ind AS Financial Statements disclose the impact of pending litigations on the consolidated financial position of the Group and its jointly controlled entities. Refer Note No. 40 to the Consolidated Ind AS Financial Statements.
  - (ii) The Group and its jointly controlled entities have made provision as required under the applicable law or accounting standards for material foreseeable losses, if any, on long-term contracts. Refer Note No.21.2 to the Consolidated Ind AS Financial Statements. The Group and its jointly controlled entities did not have any long-term derivative contracts.
  - (iii) There were no amounts which were required to be transferred to the Investor Education and Protection Fund by the Holding Company, its subsidiaries and its jointly controlled entities incorporated in India.
  - (iv) a) The respective Managements of the Holding Company, its subsidiaries and jointly controlled entities which are the companies incorporated in India whose financial statements have been audited under the Act have represented to us and other Auditors of such subsidiaries and jointly controlled entities respectively that, to the best of their knowledge and belief, other than as disclosed in Note no 45 to the accounts, that none of them have advanced or loaned or invested (either from borrowed funds or share premium or any other sources or kind of funds) to or in any other person or entity, including foreign entity ("Intermediaries"), with the understanding, whether recorded in writing or otherwise, that the Intermediary shall, directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Holding Company, its subsidiaries and jointly controlled entities ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.
  - b) The respective Managements of the

Holding Company, its subsidiaries and jointly controlled entities which are companies incorporated in India whose financial statements have been audited under the Act, have represented to us and other Auditors of such subsidiaries and jointly controlled entities that, to the best of their knowledge and belief, other than as disclosed in Note no 45 to the accounts, no funds have been received by the Holding Company, its subsidiaries and jointly controlled entities from any person or entity, including foreign entity ("Funding Parties"), with the understanding, whether recorded in writing or otherwise, that the Holding Company, its subsidiaries and jointly controlled entities incorporated in India whose financial statements have been audited under the Act, shall, directly or indirectly, lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party ("Ultimate Beneficiaries") or provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries.

c) Based on the audit procedures that have been considered reasonable and appropriate in the circumstances performed by us and those performed by the auditors of the subsidiaries and jointly controlled entities incorporated in India whose financial statements have been audited under the Act, nothing has come to our or other auditors notice that has caused us or the other auditors to believe that the representations under sub-clause (i) and (ii) of Rule 11(e), as provided under (a) and (b) above, contain any material misstatement.

- (v) As stated in Note no 2.2.15 to the Consolidated Ind AS Financial Statements
  - a. The final dividend proposed in the previous year, declared and paid by the Holding Company during the year is in accordance with section 123 of the Act to the extent applicable.
  - b. The interim dividend declared and paid by the Holding Company during the year and until the date of this report is in accordance with section 123 of the Act.
  - c. The Board of Directors of the Holding Company has proposed final dividend for the current year which is subject to the approval of the members at the ensuing Annual General Meeting. The dividend

## INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF IRCON INTERNATIONAL LIMITED

declared is in accordance with section 123 of the Act to the extent applicable.

- (vi) Based on our examination and report of the auditors of subsidiaries and jointly controlled entities, the Group and the jointly controlled entities has used accounting software for maintaining its books of account for the financial year ended 31<sup>st</sup> March, 2025 which has a feature of recording audit trail (edit log) facility and the same has been operated throughout the year for all relevant transactions recorded in the software.

Further, during the course of our audit we did not come across any instance of the audit trail feature being tampered with. The audit trail has been preserved by the Group and its jointly controlled entities as per the statutory requirements for record retention.

3. As required by Section 143(5) of the Act and as per directions issued by Comptroller and Auditor General of India, based on our review and report of auditors of subsidiaries and jointly controlled entities we report that:

S. No	Directions	Auditor's Replies
1.	Whether the Group has system in place to process all the accounting transactions through IT system? If yes, the implications of processing of accounting transactions outside IT system on the integrity of the accounts along with the financial implications, if any, may be stated.	The Group is using SAP S/4 Hana system to process all the accounting transactions. As per the information and explanation provided to us, no accounting transaction has been processed outside the IT system except income billing for which no financial implication were observed.
2.	Whether there is any restructuring of an existing loan or cases of waiver/write off of debts/loans/ interest etc. made by a lender to the Group due to the Group's inability to repay the loan? If yes, the financial impact may be stated. Whether such cases are properly accounted for? (In case, lender is a government company, then this direction is also applicable for statutory auditor of lender Group company).	No, the Group does not have any case of restructuring of an existing loan or cases of waiver/write off of debts/loans/interest etc. made by a lender to the Group. However, the IPBTL loan repayment schedule has been revised, reflecting the expected repayment of the principal amount along with interest. Appropriate accounting adjustment has been incorporated in the financial statement.
3.	Whether funds (grants/subsidy etc.) received/ receivable for specific schemes from Central/ State Government or its agencies were properly accounted for/ utilized as per its term and conditions? List the cases of deviation	According to the information and explanation given to us and as per examination of records, no funds have been received/ receivable by the Group for any specific scheme from central/state Government or its agencies during the financial year 2024-25.

**For Ramesh C Agrawal & Company**  
Chartered Accountants  
Firm Registration No: 001770C

Sd/-

**CA Monika Agrawal**  
(Partner)

Membership No: 093769

UDIN: 25093769BNLMNF6382

Place: New Delhi  
Date: May 21, 2025

**INDEPENDENT AUDITOR'S REPORT****TO THE MEMBERS OF IRCON INTERNATIONAL LIMITED****"Annexure A" to the Independent Auditor's Report of even date on the Consolidated Ind AS Financial Statements of IRCON INTERNATIONAL LIMITED**

In terms of the information and explanation sought by us and given by the company and to the best of our knowledge and belief, we state that:

3(xxi) In respect of the Companies (Auditor's Report) Order, 2020 (CARO 2020), report of the auditor of the holding company, its subsidiaries and joint ventures included in the consolidated financial statements have given their remarks in the following clauses:

S. No.	Name of the Company included in the Consolidated financial statements	Corporate Identification No. (CIN)	Holding Company/ subsidiary/ Associate/ Joint Venture.	Clause number of the CARO report of the company which is qualified or adverse.
1.	Chhattisgarh East Railway Limited	U45203CT2013GOI000729	Joint Venture	Clause no 3(xvii)
2.	Chhattisgarh East-West Railway Limited	U45203CT2013GOI000768	Joint Venture	Clause no 3(i)(c)
3.	Ircon International Limited	L45203DL1976GOI008171	Holding Company	Clause no 3(i)(c)

The report of the following two (2) joint venture company included in the consolidated Ind AS financial statements have not been issued by the respective auditor till the date of our audit Report on the Ind AS consolidated financial statements.

S. No.	Name of the Company included in the Consolidated financial statements	Corporate Identification No. (CIN)
1.	Indian Railway Stations Development Corporation Limited	U45204DL2012GOI234292
2.	Bastar Railway Private Limited	U74900CT2016PTC007251

**For Ramesh C Agrawal & Company**

Chartered Accountants

Firm Registration No: 001770C

Sd/-

**CA Monika Agrawal**

(Partner)

Membership No: 093769

UDIN: 25093769BNLMNF6382

Place: New Delhi

Date: May 21, 2025

## INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF IRCON INTERNATIONAL LIMITED

### "Annexure B" to the Independent Auditor's Report of even date on the Consolidated Ind AS Financial Statements of IRCON INTERNATIONAL LIMITED

#### **Report on the Internal Financial Controls under Clause (i) of Sub-section 3 of Section 143 of the Companies Act, 2013 ("the Act")**

We have audited the internal financial controls over financial reporting of IRCON INTERNATIONAL LIMITED (hereinafter referred to as "the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries together referred to as "the Group") and its Jointly controlled entities as of March 31, 2025 in conjunction with our audit of the consolidated Ind AS financial statements of the Group and its jointly controlled entities for the year ended on that date. We did not audit the internal financial controls over financial reporting of its Eleven subsidiary companies and seven jointly controlled entities, out of which two jointly controlled entities are unaudited as of that date.

#### **Management's Responsibility for Internal Financial Controls**

The respective Board of Directors of the Holding Company and its subsidiary company and jointly controlled company which are companies incorporated in India, are responsible for establishing and maintaining internal financial controls based on the internal control over financial reporting criteria established by the Holding Company and its Subsidiary Company and jointly controlled company which are companies incorporated in India considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls over Financial Reporting issued by the Institute of Chartered Accountants of India ("ICAI"). These responsibilities include the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the orderly and efficient conduct of its business, including adherence to respective Group's policies, the safeguarding of its assets, the prevention and detection of frauds and errors, the accuracy and completeness of the accounting records, and the timely preparation of reliable financial information, as required under the Companies Act, 2013.

#### **Auditor's Responsibility**

Our responsibility is to express an opinion on the Group's internal financial controls over financial reporting based on our audit. We conducted our audit in accordance with the Guidance Note on Audit of Internal Financial Controls over Financial Reporting (the "Guidance Note") issued by Institute of Chartered Accountants of India and the Standards on Auditing prescribed under section 143(10)

of the Companies Act, 2013, to the extent applicable to an audit of internal financial controls, both issued by the ICAI. Those Standards and the Guidance Note require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether adequate internal financial controls over financial reporting was established and maintained and if such controls operated effectively in all material respects.

Our audit involves performing procedures to obtain audit evidence about the adequacy of the internal financial controls system over financial reporting and their operating effectiveness. Our audit of internal financial controls over financial reporting included obtaining an understanding of internal financial controls over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated Ind AS financial statements, whether due to fraud or error.

We believe that the audit evidence we have obtained, and the audit evidence obtained by the other auditors in terms of their report, is sufficient and appropriate to provide a basis for our audit opinion on the Group's internal financial controls system over financial reporting.

#### **Meaning of Internal Financial Controls Over Financial Reporting**

A Holding company's internal financial control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A Holding company's internal financial control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the Holding company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of un-authorized acquisition, use, or disposition of the Holding company's assets that could



## INDEPENDENT AUDITOR'S REPORT TO THE MEMBERS OF IRCON INTERNATIONAL LIMITED

have a material effect on the consolidated Ind AS financial statements.

### Inherent Limitations of Internal Financial Controls Over Financial Reporting

Because of the inherent limitations of internal financial controls over financial reporting, including the possibility of collusion or improper management override of controls, material misstatements due to error or fraud may occur and not be detected. Also, projections of any evaluation of the internal financial controls over financial reporting to future periods are subject to the risk that the internal financial control over financial reporting may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

### Opinion

In our opinion, to the best of our information and according to the explanations given to us, the Holding Company and its subsidiary companies and jointly controlled entities, which are incorporated in India, have, in all material respects, an adequate internal financial controls system over financial reporting and such internal financial controls over financial reporting were operating effectively as at March 31, 2025, based on the internal control over financial reporting criteria established by the Holding Company considering the essential components of internal control stated in the Guidance Note on Audit of Internal Financial Controls Over Financial Reporting issued by the Institute of Chartered Accountants of India. However, internal control needs further strengthening in respect of the following areas identified as on 31.03.2025 as it appears from our examination of the books and records of the Holding company and the reports of the

other auditors in respect of entities audited by them and representation received from the management for entities audited.

The Holding Company has an integrated ERP system which was not used at its full potential. Some of the jointly controlled entities have used the Tally ERP system for the preparation of financial accounts with manual interventions. Further, Project Systems (PS), Materials Management (MM) and Document Management System (DMS) modules have been developed and rolled out at 07 project locations including corporate office. Rollout at other locations is under implementation.

Our opinion is not modified in respect of the above matters.

### Other Matters

Our aforesaid report under Section 143(3)(i) of the Act on the adequacy and operating effectiveness of the internal financial controls over financial reporting, insofar as it relates to eleven audited subsidiary companies, seven jointly controlled entities out of which two unaudited jointly controlled companies which are companies incorporated in India, is based on the corresponding reports of their other auditors and management certificate respectively (also refer paragraph on Other Matters of the Independent Auditors' Report on Consolidated Ind AS Financial Statements).

We have considered the identified areas and reported above in determining the nature, timing and extent of audit procedures applied in our audit of the consolidated financial statements of the group for the year ended 31st March, 2025 and these areas do not affect our opinion on the Consolidated Ind AS financial statements of the Company.

**For Ramesh C Agrawal & Company**  
Chartered Accountants  
Firm Registration No: 001770C

Place: New Delhi  
Date: May 21, 2025

Sd/-  
**CA Monika Agrawal**  
(Partner)  
Membership No: 093769  
UDIN: 25093769BNLMNF6382

# CONSOLIDATED BALANCE SHEET

As at 31<sup>st</sup> March 2025

(₹ in crore)

Particulars	Note No.	As at 31st March 2025	As at 31st March 2024
<b>I. ASSETS</b>			
<b>1 Non-Current Assets</b>			
(a) Property, Plant and Equipment	3	963.10	209.01
(b) Capital Work-in-Progress	4	975.86	548.91
(c) Investment Property	5	541.98	543.07
(d) Intangible Assets	6	908.08	977.53
(e) Intangible Assets under Development	7	-	-
(f) Right-of-use Assets	8	39.64	6.59
(g) Investments accounted for using the equity method	9	885.72	864.50
(h) Financial Assets	10		
(i) Investments	10.1	-	125.19
(ii) Loans	10.2	0.28	0.45
(iii) Others	10.3	3,091.13	2,247.79
(i) Deferred Tax Assets (Net)	11	144.51	119.52
(j) Other Non-Current Assets	12	499.48	663.47
<b>Total Non-Current Assets</b>		<b>8,049.78</b>	<b>6,306.03</b>
<b>2 Current Assets</b>			
(a) Inventories	13	90.83	47.71
(b) Financial Assets	14		
(i) Investments	14.1	410.70	563.51
(ii) Trade Receivables	14.2	1,328.25	803.33
(iii) Cash and Cash Equivalents	14.3	2,279.84	2,179.78
(iv) Other Bank Balances	14.4	2,501.79	2,804.55
(v) Loans	14.5	1.57	0.92
(vi) Other Financial Assets	14.6	2,342.21	2,010.65
(c) Current Tax Assets (Net)	15	108.46	72.54
(d) Other Current Assets	16	2,407.85	2,663.13
		<b>11,471.50</b>	<b>11,146.12</b>
Assets held for sale	17	-	-
<b>Total Current Assets</b>		<b>11,471.50</b>	<b>11,146.12</b>
<b>Total Assets</b>		<b>19,521.28</b>	<b>17,452.15</b>
<b>II. EQUITY AND LIABILITIES</b>			
<b>1 Equity</b>			
(a) Equity Share Capital	18	188.10	188.10
(b) Other Equity	19	6,138.25	5,682.82
<b>Equity attributable to Owners of the parent</b>		<b>6,326.35</b>	<b>5,870.92</b>
Non Controlling Interest	19A	35.60	35.18
<b>Total Equity</b>		<b>6,361.95</b>	<b>5,906.10</b>

## CONSOLIDATED BALANCE SHEET

### As at 31<sup>st</sup> March 2025

Particulars	Note No.	As at 31st March 2025	As at 31st March 2024
<b>2 Liabilities</b>			
<b>(i) Non-Current Liabilities</b>			
(a) Financial Liabilities	20		
(i) Borrowings	20.1	4,134.64	2,456.68
(ii) Lease Liabilities	20.2	31.92	2.52
(iii) Trade Payables	20.3		
- Total outstanding dues of Micro Enterprises and Small Enterprises		-	-
- Total outstanding dues of creditors other than Micro Enterprises and Small Enterprises		-	-
(iv) Other Financial Liabilities	20.4	584.62	777.42
(b) Provisions	21	258.58	221.96
(c) Other Non-Current Liabilities	22	923.28	1,069.66
<b>Total Non-Current Liabilities</b>		<b>5,933.04</b>	<b>4,528.24</b>
<b>(ii) Current Liabilities</b>			
(a) Financial Liabilities	23		
(i) Borrowings	23.1	129.68	110.48
(ii) Lease Liabilities	23.2	2.91	0.72
(iii) Trade Payables	23.3		
- Total outstanding dues of Micro Enterprises and Small Enterprises		34.39	6.36
- Total outstanding dues of creditors other than Micro Enterprises and Small Enterprises		1,222.91	887.74
(iv) Other Financial Liabilities	23.4	3,023.13	3,087.56
(b) Other current liabilities	24	2,495.61	2,549.67
(c) Provisions	21	301.79	308.72
(d) Current Tax liability (Net)	25	15.87	66.56
<b>Total Current Liabilities</b>		<b>7,226.29</b>	<b>7,017.81</b>
<b>Total Equity and Liabilities</b>		<b>19,521.28</b>	<b>17,452.15</b>
III. Summary of Material Accounting Policies Information	2		
IV. Notes Forming Part of Financial Statements	1 – 49		

#### As per our Report of even date attached

**For Ramesh C Agrawal and Company**  
Chartered Accountants  
FRN : 001770C

Sd/-  
**Monika Agrawal**  
Partner  
M. No. 093769

Place : New Delhi  
Date : 21st May, 2025

#### For and on behalf of Board of Directors

Sd/-  
**Ragini Advani**  
Director (Finance)  
DIN-09575213

Sd/-  
**Alin Roy Choudhury**  
Chief Financial Officer

Sd/-  
**Hari Mohan Gupta**  
Chairman & Managing Director  
and CEO  
DIN-08453476

Sd/-  
**Pratibha Aggarwal**  
Company Secretary  
FCS No. 8874

## CONSOLIDATED STATEMENT OF PROFIT AND LOSS

### For The Year Ended 31<sup>st</sup> March 2025

(₹ in crore)

Particulars		Note No.	For the year ended 31st March 2025	For the year ended 31st March 2024
I.	<b>Revenue :</b>			
	Revenue from operations	26	10,759.58	12,513.65
II.	Other income	27	371.45	356.87
III.	<b>Total Income (I + II)</b>		<b>11,131.03</b>	<b>12,870.52</b>
IV.	<b>Expenses:</b>			
	Materials and Stores Consumed	28 (i)	668.16	533.61
	(Increase) / Decrease in WIP	28 (ii)	–	49.76
	Project Expenses	28 (iii)	8,892.58	10,401.23
	Employee Benefits Expenses	29	275.71	326.80
	Finance Costs	30	219.13	148.40
	Depreciation, Amortisation and Impairment	31	117.88	100.43
	Other Expenses	28 (iii)	78.32	95.38
	<b>Total Expenses (IV)</b>		<b>10,251.78</b>	<b>11,655.61</b>
V.	Profit before exceptional items and tax (III – IV)		879.25	1,214.91
VI.	Exceptional items		–	–
VII.	Share in Profit/(Loss) of Joint Ventures accounted for using equity method		59.77	46.22
VIII.	Profit before tax (V + VI + VII)		939.02	1,261.13
IX	<b>Tax expenses:</b>			
	(1) Current tax	11		
	– For the Period		261.28	339.19
	– For earlier years (net)		(25.10)	2.55
	(2) Deferred tax (net)		(24.99)	(10.12)
	<b>Total Tax Expense</b>		<b>211.19</b>	<b>331.62</b>
X	<b>Profit for the year from continuing operation (VIII – IX)</b>		<b>727.83</b>	<b>929.51</b>
XI	<b>Other Comprehensive Income</b>	32		
	<b>A. Items that will not be reclassified to profit or loss</b>			
	(i) Net actuarial gains/(losses) on remeasurements of defined benefit plans		0.05	1.75
	Income Tax relating to net actuarial gains/(losses) on remeasurements of defined benefit plans		(0.01)	(0.44)
	(ii) Share of other comprehensive income/(expense) of joint ventures accounted for using the equity method (net of tax)		(0.01)	(0.01)

## CONSOLIDATED STATEMENT OF PROFIT AND LOSS

For The Year Ended 31<sup>st</sup> March 2025

Particulars	Note No.	For the year ended 31st March 2025	For the year ended 31st March 2024
<b>B. Items that will be reclassified to profit or loss</b>			
(i) Exchange differences in translating the financial statements of foreign operations		7.30	(2.44)
Income Tax relating to exchange differences in translating the financial statements of foreign operations		(1.84)	0.61
<b>Other Comprehensive Income/(Expense) for the year, net of income tax</b>		<b>5.49</b>	<b>(0.53)</b>
<b>XII Total Comprehensive Income for the year (X +XI) (Comprising Profit and Other Comprehensive Income for the year)</b>		<b>733.32</b>	<b>928.98</b>
<b>XIII Profit attributable to:</b>			
Owners of the Parent		727.41	929.57
Non Controlling Interests		0.42	(0.06)
<b>XIV Other Comprehensive Income attributable to:</b>			
Owners of the Parent		5.49	(0.53)
Non Controlling Interests		-	-
<b>XV Total Comprehensive Income attributable to</b>			
Owners of the Parent		732.90	929.04
Non Controlling Interests		0.42	(0.06)
<b>XVI Earnings Per Equity Share attributable to owners of the parent:</b> (For Continuing Operation)			
(1) Basic (in ₹)	38	7.73	9.88
(2) Diluted (in ₹)		7.73	9.88
Face Value Per Equity Share (in ₹)		2.00	2.00
<b>XVII Summary of Material Accounting Policies Information</b>	2		
<b>XVIII Notes Forming Part of Financial Statements</b>	1 – 49		

**As per our Report of even date attached**

**For Ramesh C Agrawal and Company**

Chartered Accountants

FRN : 001770C

Sd/-

**Monika Agrawal**

Partner

M. No. 093769

Place : New Delhi

Date : 21st May, 2025

**For and on behalf of Board of Directors**

Sd/-

**Ragini Advani**

Director (Finance)

DIN-09575213

Sd/-

**Alin Roy Choudhury**

Chief Financial Officer

Sd/-

**Hari Mohan Gupta**

Chairman & Managing Director  
and CEO

DIN-08453476

Sd/-

**Pratibha Aggarwal**

Company Secretary

FCS No. 8874



# CONSOLIDATED STATEMENT OF CASH FLOWS

For The Year Ended 31<sup>st</sup> March 2025

(₹ in crore)

Particulars		For the year ended 31 <sup>st</sup> March 2025	For the year ended 31 <sup>st</sup> March 2024
<b>CASH FLOW FROM OPERATING ACTIVITIES</b>			
<b>Net Profit before taxation</b>		939.02	1,261.13
Adjustment for :			
Interest on unwinding of financial instruments (Net)		(0.09)	-
Amortisation of financial instruments (Net)		0.10	-
Finance Cost		216.63	145.09
Depreciation, amortization and impairment		117.88	100.43
Profit on Sale of Assets (net)		(0.04)	(0.33)
Profit on Sale of Mutual Funds		(49.25)	(27.64)
Share in Profit/(Loss) of Joint Ventures		(59.77)	(46.22)
Interest Income		(405.91)	(422.46)
Gain on Changes of Fair Value of Mutual Funds		(1.01)	(2.71)
Reclassification of Exchange Gain/Loss to Profit and Loss		-	13.04
Effect of Exchange differences on translation of Foreign Currency Cash & Cash Equivalents		(21.65)	14.39
Operating Profit before working capital changes	(1)	<b>735.91</b>	<b>1,034.72</b>
Adjustment for :			
Decrease / (Increase) in Trade Receivables		(524.92)	60.50
Decrease / (Increase) in Inventories		(43.11)	141.25
Decrease / (Increase) in Loans, Other Financial Assets & Other Assets		(851.72)	(1,122.98)
(Decrease) / Increase in Trade Payables		363.20	38.70
(Decrease) / Increase in Other Liabilities, Financial Liabilities & Provisions		(482.16)	243.13
	(2)	<b>(1,538.71)</b>	<b>(639.40)</b>
<b>Cash generated from operation</b>	(1+2)	<b>(802.80)</b>	<b>395.32</b>
Income Tax Paid		(306.73)	(473.87)
<b>NET CASH FROM OPERATING ACTIVITIES</b>	(A)	<b>(1,109.53)</b>	<b>(78.55)</b>
<b>CASH FLOW FROM INVESTING ACTIVITIES</b>			
Purchase of Property, Plant and Equipment including CWIP		(1,048.36)	(844.59)
Viability Gap Funding Received		-	112.35
Acquisition of Intangible Assets and Intangible Assets under Development		(3.71)	(3.71)
Purchase / Proceeds of Investment Property		(11.28)	(2.58)
Sale of Property, Plant and Equipment & Intangible Assets		0.98	40.07
Sale of Mutual Funds		10,631.21	7,975.66
Purchase of Mutual Fund		(10,304.45)	(8,507.31)
Sale/Purchase of Govt. Securities		1.51	(1.51)
Interest Received		421.72	418.17
Dividend Received from Joint Venture Companies		102.50	69.50
Investment in Joint Venture Companies		(63.96)	(63.62)
Redemption of Bonds		-	100.00
Bank Balance Other than Cash and Cash Equivalents		305.76	2.08
<b>NET CASH FROM INVESTING ACTIVITIES</b>	(B)	<b>31.92</b>	<b>(705.49)</b>
<b>CASH FLOW FROM FINANCING ACTIVITIES</b>			
Payment (to)/from non-controlling interest (net)		-	22.11
Proceeds From Non Current Borrowings		2,156.00	1,132.06
Repayment of Non Current Borrowings		(458.85)	(69.09)
Payment of Lease Liabilities		(1.83)	(0.87)
Final Dividend paid		(122.27)	(112.86)
Interim Dividend paid		(155.19)	(169.29)
Finance Cost paid		(261.82)	(161.45)
Payment for share issue / increase in authorised capital		(0.02)	(0.51)
<b>NET CASH FROM FINANCING ACTIVITIES</b>	(C)	<b>1,156.02</b>	<b>640.10</b>
Effect of Exchange differences on translation of Foreign Currency Cash & Cash Equivalents	(D)	21.65	(14.39)
<b>NET INCREASE / (DECREASE) IN CASH &amp; CASH EQUIVALENTS</b>	(A+B+C+D)	<b>100.06</b>	<b>(158.33)</b>
<b>CASH AND CASH EQUIVALENTS (OPENING) (Refer Note 2, 4, 5 below)</b>	(E)	<b>2,179.78</b>	<b>2,338.11</b>
<b>CASH AND CASH EQUIVALENTS (CLOSING) (Refer Note 2, 4, 5 below)</b>	(F)	<b>2,279.84</b>	<b>2,179.78</b>
<b>NET INCREASE / (DECREASE) IN CASH &amp; CASH EQUIVALENTS</b>	(F - E)	<b>100.06</b>	<b>(158.33)</b>

**CONSOLIDATED STATEMENT OF CASH FLOWS****For The Year Ended 31<sup>st</sup> March 2025****Notes:**

- The above Consolidated Statement of Cash Flows has been prepared under the "Indirect Method" as set out in the Indian Accounting Standard (Ind AS) – 7 on Statement of Cash Flows.
- Reconciliation of Cash and Cash Equivalents and Components of Cash and Cash Equivalents included in the above Consolidated Statement of Cash Flows :

(₹ in crore)

Particulars	As at 31st March 2025	As at 31st March 2024
Cash in hand	0.05	0.05
Cheques/drafts in hand	–	–
Remittance in Transit	–	–
Balances with banks:		
– On current accounts	673.35	619.78
– Flexi Accounts	303.46	514.44
– Deposits with original maturity of less than 3 months	1,302.98	1,045.51
<b>Total Cash and Cash Equivalents as per Balance Sheet and Consolidated Statement of Cash Flows</b>	<b>2,279.84</b>	<b>2,179.78</b>

- Reconciliation between the opening and closing balances in the Balance Sheet for liabilities arising from financing activities:

(₹ in crore)

Particulars	Borrowings*	Lease Liabilities
<b>As at 1 April 2023</b>	<b>1,504.36</b>	<b>0.51</b>
(a) Cash Flows during the year	1,062.97	(0.87)
(b) Non Cash Changes due to :		
Addition to Lease Liabilities	–	3.32
Interest cost on Lease Liabilities	–	0.28
Interest accrued on borrowings (net of interest paid)	0.08	–
<b>As at 31 March 2024</b>	<b>2,567.41</b>	<b>3.24</b>
(a) Cash Flows during the year	1,697.15	(1.83)
(b) Non Cash Changes due to :		
Addition to Lease Liabilities	–	31.66
Interest cost on Lease Liabilities	–	1.76
Interest accrued on borrowings (net of interest paid)	15.37	–
<b>As at 31 March 2025</b>	<b>4,279.93</b>	<b>34.83</b>

\* Includes current maturities of non-current borrowings and interest accrued thereon, refer Note 20.1, Note 23.1 and Note 23.4

- Previous year's figures have been regrouped/reclassified and restated wherever applicable.
- Earmarked and restricted balances are mentioned in Note 14.3 and 14.4.
- Figures in brackets represent outflow of cash.

**As per our Report of even date attached****For Ramesh C Agrawal and Company**

Chartered Accountants  
FRN : 001770C

Sd/-

**Monika Agrawal**

Partner

M. No. 093769

Place : New Delhi

Date : 21st May, 2025

**For and on behalf of Board of Directors**

Sd/-

**Ragini Advani**

Director (Finance)

DIN-09575213

Sd/-

**Alin Roy Choudhury**

Chief Financial Officer

Sd/-

**Hari Mohan Gupta**Chairman & Managing Director  
and CEO

DIN-08453476

Sd/-

**Pratibha Aggarwal**

Company Secretary

FCS No. 8874

# CONSOLIDATED STATEMENT OF CHANGES IN EQUITY

For The Year Ended 31<sup>st</sup> March 2025

## A. Equity Share Capital

(₹ in crore)

Particulars	Amount
Balance as at 01 April, 2023	188.10
Changes in equity share capital during the year	-
Balance as at 31 March, 2024	188.10
Changes in equity share capital during the year	-
Balance as at 31 March, 2025	188.10

## B. Other Equity

For the year ended 31st March, 2024

(₹ in crore)

Particulars	Reserves & Surplus			Other Comprehensive Income	Total
	General Reserves	Retained Earnings	Capital Redemption Reserve	Exchange differences on translating the financial statement of a foreign operation	
Balance as at 1 April, 2023	3,284.64	1,724.62	4.93	9.20	5,023.39
Profit for the year	-	929.57	-	-	929.57
Other Comprehensive Income					
Remeasurement of Defined Benefit Plans	-	1.31	-	-	1.31
Share of other comprehensive income/ (expense) of joint ventures accounted for using the equity method	-	(0.01)	-	-	(0.01)
Foreign Exchange translation difference	-	-	-	(1.82)	(1.82)
Exchange loss reclassified to profit and loss	-	-	-	13.04	13.04
Total Comprehensive Income for the year	-	930.87	-	11.22	942.09
Payment of Fee for increase in Authorised Capital	-	(0.51)	-	-	(0.51)
Dividends Paid	-	(282.15)	-	-	(282.15)
Balance as at March 31, 2024	3,284.64	2,372.83	4.93	20.42	5,682.82

For the year ended 31st March, 2025

(₹ in crore)

Particulars	Reserves & Surplus			Other Comprehensive Income	Total
	General Reserves	Retained Earnings	Capital Redemption Reserve	Exchange differences on translating the financial statement of a foreign operation	
Balance as at 1 April, 2024	3,284.64	2,372.83	4.93	20.42	5,682.82
Profit for the year	-	727.41	-	-	727.41
Other Comprehensive Income					
Remeasurement of Defined Benefit Plans	-	0.04	-	-	0.04
Share of other comprehensive income/ (expense) of joint ventures accounted for using the equity method	-	(0.01)	-	-	(0.01)
Foreign Exchange translation difference	-	-	-	5.47	5.47
Exchange loss reclassified to profit and loss	-	-	-	-	-
Total Comprehensive Income for the year	-	727.44	-	5.47	732.91
Share Issue expenses	-	(0.02)	-	-	(0.02)
Dividends Paid	-	(277.46)	-	-	(277.46)
Balance as at March 31, 2025	3,284.64	2,822.79	4.93	25.89	6,138.25

As per our Report of even date attached

For Ramesh C Agrawal and Company  
Chartered Accountants  
FRN : 001770C

Sd/-  
Monika Agrawal  
Partner  
M. No. 093769  
Place : New Delhi  
Date : 21st May, 2025

For and on behalf of Board of Directors

Sd/-  
Ragini Advani  
Director (Finance)  
DIN-09575213

Sd/-  
Alin Roy Choudhury  
Chief Financial Officer

Sd/-  
Hari Mohan Gupta  
Chairman & Managing Director  
and CEO  
DIN-08453476

Sd/-  
Pratibha Aggarwal  
Company Secretary  
FCS No. 8874

# NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

## 1. Group Information

The Consolidated financial statements comprise financial statements of Ircon International Limited ("the Company" or "Holding Company") and its subsidiaries (collectively referred to as "the Group") along with joint control entities for the year ended 31 March 2025. The Holding Company is a public sector construction company, with emphasis on infrastructure projects, domiciled in India (CIN: L45203DL 1976 GOI008171) and is incorporated under the provision of companies Act, with specialization in execution of Railway projects on turnkey basis and otherwise. After commencing business as a Railway construction group, it diversified progressively along with its subsidiaries ("the Group") and Joint Ventures to roads, buildings, electrical substation and distribution, airport construction, commercial complexes, as well as metro rail works. The Group caters to both domestic and international markets. The Holding Company is an ISO certified company for Quality, Environment and Occupational Health and Safety Management systems; a Schedule 'A' public sector company and a Nav Ratna company. The registered office of the Holding Company is located at Plot No. C - 4, District Centre, Saket, New Delhi -110017 India and the shares of the Holding Company are listed on National Stock Exchange and BSE.

The presentation and functional currency of the Group is Indian Rupees (INR). Figures in financial statements are presented in crore, by rounding off up to two decimals except for per share data and as otherwise stated.

The Consolidated financial statements are approved for issue by the Holding Company's Board of Directors in their meeting held on 21st May, 2025.

## 2. Material Accounting Policies Information

### 2.1 Basis of preparation

#### (i) Statements of Compliance

The Consolidated Financial Statements of the Group have been prepared on going concern basis following accrual system of accounting and in accordance with accounting principles generally accepted in India, including the Indian Accounting Standards (Ind AS) notified under section 133 of the Companies Act, 2013 read together with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 (as amended from time to time) and presentation requirements of Division II of Schedule III to

the Companies Act, 2013, (Ind AS compliant Schedule III), as applicable to the Consolidated financial statements.

#### (ii) Basis of measurement

The Consolidated Financial Statements have been prepared under the historical cost convention, except for the following assets and liabilities which have been measured at fair value:

- Provisions, where the effect of time value of money is material are measured at present value
- Certain financial assets and liabilities measured at fair value
- Defined benefit plans and other long-term employee benefits

#### Basis of Consolidation

- The Consolidated financial statements comprise the financial statements of the Group as at 31 March 2025. Control is achieved when the Group has:
  - Power over the investee (i.e., existing rights that give it the current ability to direct the relevant activities of the investee)
  - Exposure, or rights, to variable returns from its involvement with the investee, and
  - The ability to use its power over the investee to affect its returns
- Consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances. If a subsidiary of the group uses accounting policies other than those adopted in the consolidated financial statements for like transactions and events in similar circumstances, appropriate adjustments are made to that group member's financial statements in preparing the consolidated financial statements to ensure conformity with the group's accounting policies
- The financial statements of all entities used for the purpose of consolidation are drawn up to same reporting date as that of the Holding Company, i.e., year ended on 31 March.
- Consolidated procedure for:
  - Subsidiaries**
    - Combine like items of assets, liabilities, equity, income, expenses and cash flows of the parent with those of its subsidiaries. For this purpose, income and expenses of the subsidiary are based on the amounts of the assets and liabilities recognised in the Consolidated financial statements at the acquisition

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

date.

- Offset (eliminate) the carrying amount of the parent's investment in each subsidiary and the parent's portion of equity of each subsidiary.
- Eliminate in full intragroup assets and liabilities, equity, income, expenses and cash flows relating to transactions between entities of the group (profits or losses resulting from intragroup transactions that are recognised in assets, such as inventory and fixed assets, are eliminated in full). Intragroup losses may indicate an impairment that requires recognition in the Consolidated financial statements.
- Profit or loss and each component of other comprehensive income (OCI) are attributed to the equity holders of the parent of the Group and to the non-controlling interests, even if this results in the non-controlling interests having a deficit balance. When necessary, adjustments are made to the financial statements of subsidiaries to bring their accounting policies into line with the Group's accounting policies. All intra-group assets and liabilities, equity, income, expenses and cash flows relating to transactions between members of the Group are eliminated in full on consolidation.

A change in the ownership interest of a subsidiary, without a loss of control, is accounted for as an equity transaction.

### ii) Joint arrangement

Under Ind AS 111 Joint Arrangements, investments in joint arrangements are classified as either joint operations or joint ventures. The classification depends on the contractual rights and obligations of each investor, rather than the legal structure of the joint arrangement. The Parent Company has both joint operations and joint ventures.

- Joint operations: Group recognises its direct right to the assets, liabilities, revenues and expenses of joint operations and its share of any jointly held or incurred assets, liabilities, revenues and expenses. These have been incorporated in the standalone financial statements under the appropriate headings.
- Joint ventures: Interests in joint ventures are accounted for using the equity method after initially being recognised at cost in the Consolidated statement of financial position.

### e. Equity method

Under the equity method of accounting, the investments are initially recognised at cost and adjusted thereafter to recognise the group's share of the post-acquisition profits or losses of the

investee in profit and loss, and the group's share of other comprehensive income of the investee in other comprehensive income. Dividends received or receivable from associates and joint ventures are recognised as a reduction in the carrying amount of the investment.

When the group's share of losses in an equity-accounted investment equals or exceeds its interest in the entity, including any other unsecured long-term receivables, the group does not recognise further losses, unless it has incurred obligations or made payments on behalf of the other entity. If the investee subsequently reports profits, the Group resumes recognising its share of those profits only after its share of the profit equals the share of losses not recognised.

The carrying amount of equity accounted investments is tested for impairment in accordance with the policy of impairment.

## 2.2 Summary of material accounting policies Information

A summary of the material accounting policies applied in the preparation of the financial statements are as given below. These accounting policies have been applied consistently to all periods presented in the financial statements.

### 2.2.1 Current vs non-current classification

Based on the time involved between the acquisition of assets for processing and their realisation in cash and cash equivalents, the Group has determined twelve months as its operating cycle for the purpose of classification of its assets and liabilities as current and non-current in the balance sheet.

Deferred tax assets and liabilities are classified as non-current assets and liabilities.

### 2.2.2 Property, plant and equipment

Property, plant and equipment are initially stated at their cost.

The cost of an item of property, plant and equipment includes:

- a) its purchase price, including import duties and non-refundable purchase taxes, after deducting trade discounts and rebates.
- b) Cost directly attributable to the acquisition of the asset which is incurred in bringing the asset to the location and condition necessary for it to be capable of operating in the manner intended by management.
- c) Incidental expenditure during the construction period is capitalised as part of the indirect



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

construction cost to the extent the expenditure is directly related to construction or is incidental there to.

- d) Present value of the estimated costs of dismantling & removing the items & restoring the site to the original condition on which it is located if recognition criteria are met.

Freehold land is carried at historical cost.

Property, plant and equipment are subsequently measured at cost net of accumulated depreciation and accumulated impairment losses, if any. Subsequent costs are included in the assets carrying amount or recognised as a separate asset, as appropriate, only when it is probable that future economic benefits associated with the item will flow to the Group and the cost of the item can be measured reliably. Cost of replacement, major inspection, repair of significant parts for long-term construction projects are capitalised if the recognition criteria are met.

Depreciation is calculated on cost of items of property, plant and equipment less their estimated residual values and is charged to the Statement of Profit and Loss. Depreciation on property, plant and equipment, excluding freehold land and leasehold land acquired on perpetual lease is provided on straight line basis over the estimated useful lives of the assets as specified under part C of schedule II of the Companies act, 2013. However, in case of certain class of assets, the Group uses different useful life than those prescribed in Schedule II of the Companies Act, 2013. The useful life has been assessed based on technical evaluation, taking into account the nature of those classes of assets, the estimated usage of the asset on the basis of the management's best estimation of getting economic benefits from the asset. The estimated useful life as per the technical evaluation viz-a-viz Schedule II of the Companies Act, 2013 has been disclosed in the notes to accounts. The residual values is not more than 5% of the original cost of assets.

Each part of an item of Property, plant and equipment is depreciated separately if the cost of part is significant in relation to the total cost of the item and useful life of that part is different from the useful life of remaining asset.

Property plant and equipment acquired during the period, individually costing up to ₹5000/- are fully depreciated, by keeping Re. 1 as token value for identification. However, Mobile phones provided to employees are charged to statement of profit and loss irrespective of its value.

Depreciation methods, useful lives and residual values are reviewed at each financial year-end.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in statement of profit and loss within other gains/(losses).

#### 2.2.3 Capital work in progress

Property, plant and equipment that are not yet ready for their intended use on the reporting date are disclosed as "capital work in progress". Capital work in progress is carried at cost less accumulated impairment loss, if any. The cost comprises of direct cost and related incidental expenses.

#### 2.2.4 Investment properties

Investment property comprises of completed property, property under construction and property held under a lease. Investment properties are measured initially at cost, including transaction costs. Subsequently investment properties are stated at cost less accumulated depreciation and accumulated impairment loss, if any. Subsequent cost is added if recognition criteria is met.

The Group depreciates building component of investment property on straight line basis over 60 years from the date of original purchase/ completion of construction. Leasehold land acquired on perpetual lease is not amortised. Depreciation methods and useful lives are reviewed at each financial year end.

Though the Group measures investment property using cost-based measurement, the fair value of investment property is disclosed in the notes. Fair value determined based on an annual evaluation performed by an accredited external independent valuer applying valuation model acceptable internationally.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in statement of profit and loss within other gains/(losses).

#### 2.2.5 Intangible assets

Intangible assets are initially measured at cost. Intangible assets not ready for the intended use on the date of the Balance Sheet are disclosed as "Intangible assets underdevelopment".

Subsequently, intangible assets are carried at cost less accumulated amortisation and accumulated impairment losses, if any. Software cost up to ₹1 Lakhs in each case is fully amortised in the period of purchase, by keeping ₹1 as token value for identification.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

The cost of capitalised software is amortised over a period 36 months from the date of its acquisition. The residual values is not more than 5% of the original cost of assets.

Amortisation methods and useful lives are reviewed at each financial year end.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These are included in statement of profit and loss within other gains/(losses).

#### **Toll Collection Right (Toll Road Service Concession Arrangement)**

Toll collection rights obtained in consideration for rendering construction or upgradation services in a service concession arrangement (SCA), represent the right to collect toll revenue during the concession period in respect of Build-Operate-Transfer ("BOT") project undertaken by the Group.

Toll collection rights on initial recognition are measured at cost (which is the fair value of the consideration received for the construction services delivered) net of Viability GAP Funding(VGF).

Toll collection rights are capitalised as intangible assets upon completion of the project in all respects and when the Group receives the completion certificate (Provisional or Final) from the authority as specified in the Concession Agreement at the cumulative construction costs. Till the completion of the project, the same is recognised under intangible assets under development.

Subsequently, the toll collection rights are carried at cost less accumulated amortisation and accumulated impairment losses, if any.

The estimated useful life of an intangible asset in a service concession arrangement is the period from where the Group is able to charge the public for use of infrastructure to the end of the concession period.

Toll collection rights are amortised using straight line method on pro-rata basis from the date of addition or from the date when the right brought in to service to the expiry of concession period.

Amortisation methods and useful lives are reviewed at each financial year end.

The carrying value of intangible asset is reviewed for impairment annually or more often by external valuers if events or changes in circumstances indicate that the carrying value may not be recoverable.

Gains and losses on disposals are determined by comparing proceeds with carrying amount. These

are included in statement of profit or loss within other gains/(losses).

#### **2.2.6 Impairment of non-financial assets**

At each reporting date, the Group reviews the carrying amounts of its non-financial assets to determine whether there is any indication of impairment. If any such indication exists, the recoverable amount of the asset is estimated in order to determine the extent of the impairment loss (if any).

If such assets are considered to be impaired, the impairment to be recognised in the Statement of Profit and Loss is measured by the amount by which the carrying value of the assets exceeds the estimated recoverable amount of the asset.

#### **2.2.7 Inventories**

Inventories are valued at the lower of cost and net realisable value. Cost is determined on First in First out (FIFO) basis.

Construction costs incurred for future contract activities are recognised as assets if it is probable that they will be recovered during the contract period and classified as construction work-in-progress under inventories.

Loose tools are expensed in the period of purchase.

#### **2.2.8 Revenue recognition**

The Group operates in construction industry and it earns revenue primarily from the Engineering, Procurement and Construction ('EPC') business. The contracts with the customers are of construction of railways, construction of roads & highways, construction of commercial and residential buildings, electrification work and others. The type of work in these contracts involve geotechnical investigations, topographical surveys, resource-planning, preparation of DPR, construction, engineering, designing, supply of materials, redevelopment of system, installation, project management, operations and management etc. ("together called as construction related services"). The Group provides these construction services on a fixed-sum turnkey basis as well as on cost plus basis. Group's revenues also arise from sale of power from solar plants.

Revenue from contract with customers is recognised when control of the goods or services ("performance obligation") are transferred to the customer at an amount that reflects the consideration to which the Group expects to be entitled in exchange for those goods or services ("transaction price").

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

#### a) Revenue from construction related services

The Group's contracts with the Customers for the construction related services are accounted for as a single performance obligation as contract is negotiated as a package with a single commercial objective and involves complex integration of construction and maintenance services.

Revenue is recognised over the time using input method (i.e. percentage-of-completion method) which is consistent with the transfer of control to the customer because there is a direct relationship between the Group's effort (i.e., cost incurred) and the transfer of service to the customer. Under input method, contract revenue is recognised as revenue by reference to the stage of completion as at the reporting date. The stage of completion is measured in terms of a proportion of actual cost incurred to-date, to the total estimated cost attributable to the performance obligation. However, where the Group is not be able to reasonably measure the outcome of a performance obligation, but the Group expects to recover the costs incurred in satisfying the performance obligation, the Group recognise revenue only to the extent of the costs incurred until such time that it can reasonably measure the outcome of the performance obligation. A cumulative catch-up adjustment would be recognized in the period in which the Group is able to reasonably measure its progress. Changes to total estimated contract costs, if any, are recognised in the period in which they are determined as assessed at the contract level. In cases where the input method does not realibly depicts the progress towards completion of performance obligation, then output method is used to recognise revenue.

Any expected losses on contracts in progress are charged to statement to profit & Loss, in total, in the period the losses are identified.

Revenue is measured at the transaction price that is allocated to the performance obligation and is adjusted for variable considerations. Variability in the transaction price arises primarily due to liquidated damages, price variation clauses, incentives, if any. The Group recognises revenue for variable consideration when it is probable that a significant reversal in the amount of cumulative revenue recognised will not occur. The Group estimates the amount of revenue to be recognised on

variable consideration using most likely amount method. Consequently, amounts allocated to a satisfied performance obligation are recognised as revenue, or as a reduction of revenue, in the period in which the transaction price changes.

The Group recognises asset from the costs incurred to fulfill the contract such as initial contract expenses on new projects for mobilisation which will be used in satisfying the contract and are expected to be recovered. The asset is amortised over the contract tenure on a systematic basis that is consistent with the transfer of control to the customer of the goods or services to which the asset relates i.e., stage of completion of the contract as at the end of reporting period. Site mobilisation expenditure to the extent not written off valued at cost.

Contract modifications are accounted for when additions, deletions or changes are approved either to the contract scope or contract price. The accounting for modifications of contracts involves assessing whether the services added to the existing contract are distinct and whether the pricing is at the standalone selling price. Services added that are not distinct are accounted for on a cumulative catch-up basis, while those that are distinct are accounted for prospectively, either as a separate contract, if additional services are priced at the standalone selling price, or as a termination of existing contract and creation of a new contract if not priced at the standalone selling price.

#### b) Service concession arrangement

##### Financial asset under service concession arrangements (Appendix C to Ind AS 115 – Revenue from Contracts with Customers)

The Group recognise a financial asset to the extent that it has an unconditional contractual right to receive cash or another financial asset from or at the direction of the grantor ("NHAI") for the construction services and Operation & Maintenance services). Such financial assets are initially measured at fair value and subsequently at amortised cost using the Effective Interest Rate (EIR) method. Group combine the two or more contracts entered into at or near the same time with the same customer and account for the contracts as a single contract if contracts are negotiated as a package with a single commercial objective or amount of consideration to be paid in one contract depends on the price or

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

performance of the other contract or goods or services promised in the contracts are single performance obligation.

#### **Intangible asset under service concession arrangements (Appendix C to Ind AS 115 – Revenue from Contracts with Customers)**

In respect of Public to Private Arrangements (PPA), on a Built-Operate-Transfer (BOT) basis, Intangible Assets i.e. Right to collect toll/tariff are recognised when the Group has been granted rights to charge a toll/tariff from the users of such public services.

Toll collection is recognized in the period of collection of toll / user fee which coincides with the usage of the infrastructure (Road) i.e. at point of time.

Contract revenue includes the initial amount agreed in the contract plus any variations in contract work to the extent that it is probable that they will result in revenue and can be measured reliably. The Group has a fixed contract with third party for collecting toll on behalf of the Group. Any recovery charged from the third party due to shortfall identified while comparing with average monthly agreed remittance is considered as variable consideration over and above fixed part and are recognized as revenue when it is highly probable that it will result in revenue.

#### **c) Sale of Power**

The Group's contracts with customers for the sale of power generally include one performance obligation. Revenue from sale of power is recognized net of estimated rebates and other similar allowances over time for each unit of electricity delivered at the agreed tariff rate as defined in Power Purchase Agreement (PPA) which is consistent with the transfer of control to the customer.

#### **d) Contract balances**

**Contract assets:** If the Group performs by transferring goods or services to a customer before the customer pays consideration or before payment is due, a contract asset is recognised for the earned consideration that is conditional. The portion of the payments retained by the customer until final contract settlement is not considered a significant financing component since it is usually intended to provide customer with a form of

security for Group's remaining performance as specified under the contract, which is consistent with the industry practice.

**Trade receivables:** A receivable represents the Group's right to an amount of consideration that is unconditional (i.e., only the passage of time is required before payment of the consideration is due). Trade receivables are recognised initially at the transaction price as they do not contain significant financing components. The Group hold the trade receivable with the objective of collecting the contractual cash flows and therefore measure them subsequently at amortised cost using the effective interest rate method less loss allowance, if any.

**Contract liabilities:** If a customer pays consideration before the Group transfers goods or services to the customer, a contract liability is recognised when the payment is made, or the payment is due (whichever is earlier). Contract liabilities are recognised as revenue when the Group performs under the contract.

#### **e) Other operating income**

- The Rental income of the Group mainly arises from leasing of machinery, unutilised office space and investment properties. These rental incomes are accounted for on straight-line basis over the lease terms.
- The Interest Income on balance annuity payments of financial assets under Service Concession Arrangements (SCA) is presented under other operating income.
- Other operating income represents income earned from the activities incidental to business and is recognised when performance obligation is satisfied and right to receive the income is established as per terms of contract.

#### **f) Other income**

- Dividend income is recognised when the right to receive payment is established.
- Interest income is recognised using Effective Interest rate method.
- Miscellaneous income is recognised when performance obligation is satisfied and right to receive the income is established as per terms of contract.



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

#### 2.2.9 Government grant

Grant from the government are recognised at their fair value where there is a reasonable assurance that the grant will be received and the Group will comply with all attached conditions. The carrying amount of the asset is adjusted for the amount of the government grant recognised.

#### 2.2.10 Borrowing cost

Borrowing costs consist of interest and other costs that the Group incurs in connection with the borrowing of funds and are charged to statement of profit and loss in the period in which they are incurred except when it meets the criteria for capitalisation as part of qualifying assets as per Ind AS 23.

#### 2.2.11 Taxes

Tax expense comprises current tax and deferred income tax.

##### a) Current income Tax

Current tax is determined as the tax payable in respect of taxable income for the period and is computed in accordance with relevant tax regulations. Current income tax is recognised in statement of profit and loss except to the extent it relates to items recognised outside profit or loss in which case it is recognised either in other comprehensive income or in equity. Management periodically evaluates positions taken in the tax returns with respect to situations in which applicable tax regulations are subject to interpretation and establishes provisions where appropriate.

Current tax assets and tax liabilities are offset where the group has a legally enforceable right to offset and intends either to settle on a net basis, or to realise the asset and settle the liability simultaneously.

##### b) Deferred Tax

Deferred tax is provided for temporary taxable/deductible difference arising on the difference of tax base and accounting base of assets/liabilities using the liability method and are measured at the enacted tax rates or substantively enacted tax rates at reporting date.

Deferred tax is recognised in statement of profit and loss except to the extent it relates to items recognised outside profit or loss, in which case it is recognised (either in other comprehensive income or in equity).

The carrying amount of deferred tax assets is reviewed at each reporting date and reduced to the extent that it is no longer probable that sufficient taxable profit will be available to allow all or part of the deferred tax asset to be utilised. Unrecognised deferred tax assets are re-assessed at each reporting date and are recognised to the extent that it has become probable that future taxable profit will allow the deferred tax asset to be recovered.

Deferred tax assets and liabilities are offset when there is a legally enforceable right to offset current tax assets and liabilities and when the deferred tax balances relate to the same taxation authority.

#### 2.2.12 Foreign currencies

##### • Functional and presentation currency

The functional currency and presentation currency of the Group is Indian Rupees.

##### • Transactions and balances

Foreign currency transactions are recorded on initial recognition in the functional currency, by applying the exchange rate between the functional currency and the foreign currency at the date of the transaction.

Foreign currency monetary items outstanding at the reporting date are reported in the functional currency using the closing rate (Closing selling rates for liabilities and closing buying rate for assets). Non-monetary items denominated in a foreign currency which are carried at historical cost are not retranslated and are reported using the exchange rate at the date of the transaction.

Exchange differences on monetary items are recognised in Statement of Profit and Loss in the period in which they arise and are presented on net basis.

##### • Foreign Operations

Financial statements of foreign operations whose functional currency is different from Indian Rupees are translated into Indian Rupees as follows:

- assets and liabilities (both monetary and non-monetary) are translated at the closing rate at the date of Balance Sheet;
- income and expenses are translated at average exchange rate for the reporting period, unless exchange rate fluctuate significantly during the period, in which case, the exchange rates at the dates of transaction are used; and



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

- c) all resulting exchange differences are recognised in other comprehensive income and accumulated in equity as foreign currency translation reserve for subsequent reclassification to statement of profit and loss on disposal of such foreign operations.

#### 2.2.13 Employee benefit

##### a) Short-term employee benefits

Employee benefits such as wages and salaries, short term compensated absences, and Performance Related Pay (PRP) falling due wholly within twelve months of rendering the service are classified as short-term employee benefits and undiscounted amount of such benefits are expensed in the statement of profit and loss in the period in which the employee renders the related services.

##### b) Post-employment benefits

**Defined Contribution Plan:** The Group has defined contribution plans which include an employee pension scheme and a post-retirement medical benefit scheme.

The pension scheme was initially administered through a separate trust, Ircon Defined Contribution Superannuation Pension Scheme 2009 Trust, and has subsequently been transferred to the National Pension System (NPS).

The post-retirement medical benefit scheme is administered through a trust fund (Ircon Medical Trust) to which the Group contributes in accordance with the Department of Public Enterprises (DPE) guidelines.

The Contributions to these defined contribution plans are recognised as an expense in the statement of profit and loss in the period in which the contributions become due. The Group has no further payment obligations once the contributions are made to such Schemes/ Trust.

**Defined Benefit Plan:** The Group's liability towards gratuity and provident fund are in the nature of defined benefit plans.

The gratuity is funded by the Group and is managed by a separate trust (Ircon Employees Group Gratuity Trust). The contributions to the gratuity trust for the period are recognised as expense and are charged to statement of profit and loss. The Group pays fixed contribution to the recognised provident fund at predetermined rates to a separate trust (Ircon Contributory

Provident Fund Trust), which invests the funds in permitted securities. The contributions to the fund for the period are recognised as expense and are charged to statements of profit and loss. The obligation of the Group is to make such fixed contributions and to ensure a minimum rate of return to the members as specified by the Government of India.

The Group's net obligation in respect of defined benefit plans is measured separately for each plan at the present value of the estimated future cash flows using a discount rate based on the market yield on government securities of a maturity period equivalent to the weighted average maturity profile of the defined benefit obligations at each reporting date. The fair value of the plan assets is reduced from the gross obligation under the defined benefit plans to recognise the obligation on a net basis.

The calculation is performed by an independent actuary using the projected unit credit method and provided for if the circumstances indicate that the Trusts may not be able to generate adequate returns to cover the interest rates notified by the Government.

Re-measurement, comprising actuarial gains and losses, the return on plan assets (excluding amounts included in net interest on the net defined benefit liability or asset) is recognised in other comprehensive income and is reflected in retained earnings and the same is not eligible to be reclassified to statement of profit and loss.

##### c) Other long-term employee benefits

The Group treats leave encashment expected to be carried forward beyond twelve months and leave travel concession as long-term employee benefit for measurement purposes. The obligation recognised in respect of these long-term benefits is measured at present value of the obligation based on actuarial valuation using the projected unit credit method.

Long term employee benefit costs comprising current service cost, interest cost and gains or losses on curtailments and settlements, re-measurements including actuarial gains and losses are recognised in the statement of profit and loss as employee benefit expenses.

#### 2.2.14 Cash and cash equivalents

For the purpose of presentation in the statement of cash flows, cash and cash equivalents includes unrestricted cash and short-term deposits with

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

original maturities of three months and less that are readily convertible to known amounts of cash and which are subject to an insignificant risk of change in value.

#### 2.2.15 Dividend

Annual Dividend distribution to the Group's equity shareholders is recognised as liability in the period in which dividend is approved by the shareholders. Any interim dividend is recognised as liability on approval by the Board of Directors. Dividend payable is recognised directly in equity.

#### 2.2.16 Provisions, contingent assets and contingent liabilities

##### a) Provisions

Provisions are recognised when the Group has a present obligation (legal or constructive) as a result of a past event, it is probable that an outflow of resources embodying economic benefits will be required to settle the obligation and a reliable estimate can be made of the amount of the obligation.

Provisions recognised by the Group include provisions for Maintenance, Demobilization, Decommissioning costs in case of Solar power, Legal Cases, Corporate Social Responsibility (CSR), Onerous Contracts and others.

If the effect of the time value of money is material, provisions are discounted using a current pre-tax rate that reflects, when appropriate, the risks specific to the liability. When discounting is used, the increase in the provision due to the passage of time is recognised as a finance cost.

These provisions are reviewed at each reporting date and adjusted to reflect the current best estimates.

##### b) Onerous contracts

If the Group has a contract that is onerous, the present obligation under the contract is recognised and measured as a provision. However, before a separate provision for an onerous contract is established, the Group recognises any impairment loss that has occurred on assets dedicated to that contract.

These estimates are reviewed at each reporting date and adjusted to reflect the current best estimates.

##### c) Contingent liabilities

Contingent liabilities are disclosed when there is a possible obligation or present obligations that may but probably will not, require an outflow of

resources embodying economic benefits or the amount of such obligation cannot be measured reliably. When there is possible obligation or a present obligation in respect of which likelihood of outflow of resources embodying economic benefits is remote, no provision or disclosure is made.

These are reviewed at each balance sheet date and adjusted to reflect the current best estimates.

##### d) Contingent assets

Contingent assets are not recognised though are disclosed, where an inflow of economic benefits is probable.

#### 2.2.17 Leases

If the contract conveys the right to control the use of an identified asset for a period in exchange for consideration, it is treated as lease.

##### a) Group as a lessee

The Group recognises a right-of-use asset and a corresponding lease liability for all lease arrangements in which it is a lessee, except for leases with a term of twelve months or less (short-term leases) and leases for low value underlying assets.

##### i) Right-of-use assets

The Group recognises right-of-use assets at the commencement date of the lease (i.e., the date the underlying asset is available for use). Right-of-use assets are measured at cost, less any accumulated depreciation and impairment losses, and adjusted for any re-measurement of lease liabilities. The cost of right-of-use assets includes the amount of lease liabilities recognised, initial direct costs incurred, and lease payments made at or before the commencement date less any lease incentives received. Right-of-use assets are depreciated on a straight-line basis over the shorter of the lease term and the estimated useful lives of the assets.

If ownership of the leased asset transfers to the Group at the end of the lease term or the cost reflects the exercise of a purchase option, depreciation is calculated using the estimated useful life of the asset.

The right-of-use assets are also subject to impairment.

##### ii) Lease liabilities

At the commencement date of the lease, the Group recognises lease liabilities measured at

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

the present value of lease payments to be made over the lease term. The lease payments include fixed payments (including in substance fixed payments) less any lease incentives receivable, variable lease payments that depend on an index or a rate, and amounts expected to be paid under residual value guarantees.

In calculating the present value of lease payments, the Group uses its incremental borrowing rate at the lease commencement date because the interest rate implicit in the lease is not readily determinable. After the commencement date, the amount of lease liabilities is increased to reflect the accretion of interest and reduced for the lease payments made. In addition, the carrying amount of lease liabilities is re-measured if there is a modification, a change in the lease term, a change in the lease payments (e.g., changes to future payments resulting from a change in an index or rate used to determine such lease payments) or a change in the assessment of an option to purchase the underlying asset.

The Group's lease liabilities are included in financial liabilities.

#### iii) **Short-term lease and leases of low value assets**

The Group applies the short-term lease recognition exemption to its short-term leases contracts including lease of residential premises and offices (i.e., those leases that have a lease term of 12 months or less from the commencement date and do not contain a purchase option). It also applies the lease of low-value assets recognition exemption to leases of office equipment that are considered to be low value. Lease payments on short-term leases and leases of low-value assets are recognised as expense on a straight-line basis over the lease term.

#### **b) Group as a lessor**

Leases in which the Group does not transfer substantially all the risks and rewards incidental to ownership of an asset are classified as operating leases. Rental income arising is accounted for on a straight-line basis over the lease terms and is included in revenue in the statement of profit or loss due to its operating nature. Initial direct costs incurred in negotiating and arranging an operating lease are added to the carrying amount of the leased asset and recognised over the lease term on the same basis as rental income.

#### **2.2.18 Financial instruments**

The Group recognises financial assets and financial liabilities when it becomes a party to the contractual provisions of the instrument.

##### **a) Financial assets**

###### **Initial recognition and measurement**

All financial assets (excluding trade receivables which do not contain a significant financing component, being measured at transaction price) are recognised initially at fair value plus transaction costs that are directly attributable to the acquisition of financial asset. Transaction costs directly attributable to the acquisition of financial assets carried at fair value through profit or loss (FVTPL) are expensed in statement of profit and loss.

###### Subsequent measurement

For purposes of subsequent measurement, financial assets are classified in below categories based on the Group's business model and the cash flow characteristics of the asset:

###### **Financial assets at amortised cost**

After initial measurement, the financial assets that are held for collection of contractual cash flows where those cash flow represent solely payments of principal and interest (SPPI) on the principal amount outstanding are measured at amortised cost using the effective interest rate (EIR) method. Interest income from these financial assets is included in other income.

###### **Financial assets at fair value through other comprehensive income (FVTOCI):**

A financial asset is subsequently measured at fair value through other comprehensive income if it is held within a business model whose objective is achieved by both collecting contractual cashflows and selling financial assets and the contractual terms of the financial asset give rise on specified dates to cashflows that are solely payments of principal and interest on the principal amount outstanding.

###### **Financial assets at fair value through profit or loss (FVTPL):**

Assets that do not meet the criteria for amortised cost or FVTOCI are measured at fair value through profit or loss (FVTPL). Debt instruments included within the FVTPL category are measured at fair value with all changes recognised in the statement of profit and loss.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

#### Impairment of financial assets

The Group applies the expected credit loss (ECL) model for recognising impairment loss on financial assets measured at amortised cost or financial assets measured at FVTOCI.

The Group follows 'simplified approach' for recognition of impairment loss allowance on:

- Trade receivables or contract revenue receivables; and
- All lease receivables resulting from transactions within the scope of Ind AS 116

Under simplified approach, impairment loss allowance is recognised based on lifetime ECLs at each reporting date.

For recognition of impairment loss on other financial assets and risk exposure, the Group determines that whether there has been a significant increase in the credit risk since initial recognition. If credit risk has not increased significantly, 12-month ECL is used to provide for impairment loss.

Lifetime ECL are the expected credit losses resulting from all possible default events over the expected life of a financial asset. The 12-month ECL is a portion of the lifetime ECL which results from default events that are possible within 12 months after the reporting date.

ECL impairment loss allowance (or reversal) recognised during the period is recognised as income/ expense in the statement of profit and loss.

The balance sheet presentation of impairment for various financial instruments is described below:

- Financial assets measured as at amortised cost, contractual revenue receivables and lease receivables: ECL is presented as an allowance. The impairment allowance reduces the net carrying amount. Until the asset meets write-off criteria, the Group does not reduce impairment allowance from the gross carrying amount.
- Loan commitments and financial guarantee contracts: ECL is presented as a provision in the balance sheet, i.e., as a liability.
- Debt instruments measured at FVTOCI: For debt instruments measured at FVTOCI, the expected credit losses do not reduce the carrying amount in the balance sheet, which remains at fair value. Instead, an amount

equal to the allowance is recognised in other comprehensive income as the 'accumulated impairment amount'.

#### Derecognition of financial assets

The Group derecognises a financial asset when the contractual rights to the cash flows from the financial asset expire or it transfers the financial asset and the transfer qualifies for derecognition under Ind AS 109.

The difference between the carrying amount and the amount of consideration received / receivable is recognised in the statement of profit and loss.

#### **b) Financial liabilities**

##### Initial recognition and measurement

All financial liabilities are recognised initially at fair value and, in the case of borrowings and payables, net of directly attributable transaction costs.

The Group's financial liabilities includes trade payables, borrowings and other financial liabilities etc.

##### Subsequent measurement

The measurement of financial liabilities depends on their classification, as described below:

- **Financial liabilities at fair value through profit or loss.**
- The Group has not designated any financial liabilities at FVTPL.
- **Financial liabilities at amortised cost**

##### Borrowings, trade payables and other financial liabilities

After initial recognition, borrowings, trade payables and other financial liabilities are subsequently measured at amortised cost using the EIR method.

Amortised cost is calculated by taking into account any discount or premium on acquisition and fees or costs that are an integral part of the EIR. The EIR amortisation is included as finance costs in the statement of profit and loss.

##### Derecognition of financial liabilities

A financial liability (or a part of a financial liability) is derecognised from the Group's Balance Sheet when the obligation specified in the contract is discharged or cancelled or expires. The difference in the respective carrying amounts is recognised in the statement of profit and loss.



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

### c) Financial guarantee contracts

Financial guarantee contracts issued by the Group are those contracts that require a payment to be made to reimburse the holder for a loss it incurs because the specified debtor fails to make a payment when due in accordance with the terms of a debt instrument. Financial guarantee contracts are recognised initially as a liability at fair value, adjusted for transaction costs that are directly attributable to the issuance of the guarantee. Subsequently, the liability is measured at the higher of the amount of loss allowance determined as per impairment requirements of Ind AS 109 and the amount recognised less cumulative amortisation.

### d) Offsetting of financial instruments

Financial assets and financial liabilities are offset, and the net amount is reported in the balance sheet if there is a currently enforceable contractual legal right to offset the recognised amounts and there is an intention to settle on a net basis, to realise the assets and settle the liabilities simultaneously.

### 2.2.19 Fair value measurement

The Group measures financial instruments at fair value at each reporting period.

The fair value of an asset or a liability is measured using the assumptions that market participants would use when pricing the asset or liability, assuming that market participants act in their economic best interest.

All assets and liabilities for which fair value is measured or disclosed in the financial statements are categorised within the fair value hierarchy and are disclosed accordingly in the financial statements.

External valuers are involved for valuation of significant assets and liabilities, if any. At each reporting date, the Group analyses the movements in the values of assets and liabilities which are required to be remeasured or re-assessed as per the Group's accounting policies.

### 2.2.20 Earnings per Share

In determining basic earnings per share, the Group considers the net profit attributable to equity shareholders. The number of shares used in computing basic earnings per share is the weighted average number of shares outstanding during the period.

In determining diluted earnings per share, the net profit attributable to equity shareholders and

weighted average number of shares outstanding during the period are adjusted for the effect of all dilutive potential equity shares. The Group does not have any dilutive potential equity shares.

### 2.2.21 Non – current asset held for sale

Non-current assets (or disposal groups) are classified as assets held for sale when their carrying amount is to be recovered principally through a sale transaction and a sale is considered highly probable. The sale is considered highly probable only when the asset or disposal group is available for immediate sale in its present condition, it is unlikely that the sale will be withdrawn, and sale is expected within one year from the date of the classification. Disposal groups classified as held for sale are stated at the lower of carrying amount and fair value less costs to sell. Property, plant and equipment, investment property and intangible assets are not depreciated or amortised once classified as held for sale. Assets classified as held for sale/distribution are presented separately in the balance sheet.

If the criteria stated by IND AS 105 "Non-current Assets Held for Sale" are no longer met, the disposal group ceases to be classified as held for sale. Non-current asset that ceases to be classified as held for sale are measured at the lower of (i) its carrying amount before the asset was classified as held for sale, adjusted for depreciation that would have been recognised had that asset not been classified as held for sale, and (ii) its recoverable amount at the date when the disposal group ceases to be classified as held for sale. The depreciation reversal adjustment related property, plant and equipment, investment property and intangible assets is charged to statement of profit and loss in the period when non-current assets held for sale criteria are no longer met.

### 2.2.22 Prior Period Adjustment

Errors/omissions discovered in the current year relating to prior periods are treated as immaterial and adjusted during the current year, if all such errors and omissions in aggregate does not exceed 0.50% of total operating revenue as per last audited financial statement of the Group.

### 2.2.23 Significant accounting estimates and judgments

The preparation of Consolidated Financial Statements requires the management to make judgements, accounting estimates and assumptions that affect the reported amounts of revenues, expenses, assets and liabilities, and the Grouping disclosures, and the disclosure



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

of contingent liabilities. Uncertainty about these assumptions and estimates could result in outcomes that require a material adjustment to the carrying amount of assets or liabilities affected in future periods.

This policy provides an overview of the areas that involved a higher degree of judgement or complexity, and of items which are more likely to be materially adjusted due to estimates and assumptions turning out to be different than those originally assessed.

Significant areas of estimation and judgements as stated in the respective accounting policies that have the most significant effect on the financial statements are as follows:

#### **Allowances for uncollected trade receivables**

Trade receivables do not carry interest and are stated at their nominal values as reduced by appropriate allowances for estimated irrecoverable amount are based on ageing of the receivables balances and historical experiences. Individual trade receivables are written off when management deems not be collectible.

#### **Defined benefit plans**

The costs of post-retirement benefit obligation are determined using actuarial valuations. An actuarial valuation involves making various assumptions that may differ from actual developments in the future. These include the determination of the discount rate, future salary increases, mortality rates and future pension increases. Due to the complexities involved in the valuation and its long-term nature, a defined benefit obligation is highly sensitive to changes in these assumptions. All assumptions are reviewed at each reporting date.

#### **Contingencies**

In the normal course of business, contingent liabilities may arise from litigation and other claims against the Group. There are certain obligations which managements have concluded based on all available facts and circumstances are not probable of payment or difficult to quantify reliably and such obligations are treated as contingent liabilities and disclosed in notes.

#### **Impairment of financial assets**

The impairment provision for financial assets is based on assumptions about risk of default and expected loss rates. The Group uses judgement in making these assumptions and selecting the inputs to the impairment calculation, based on the Group's past history, existing market conditions

as well as forward-looking estimates at the end of each reporting period.

#### **Taxes**

Uncertainties exist with respect to the interpretation of complex tax regulations, changes in tax laws, and the amount and timing of future taxable income. Given the nature of business differences arising between the actual results and the assumptions made, or future changes to such assumptions, could necessitate future adjustments to tax income and expense already recorded. The Group establishes provisions, based on reasonable estimates. The amount of such provisions is based on various factors, such as experience of previous tax audits and differing interpretations of tax regulations by the taxable entity and the responsible tax authority. Such differences of interpretation may arise on a wide variety of issues depending on the conditions prevailing in the respective domicile of the group companies.

Deferred tax assets are recognised for unused tax losses to the extent that it is probable that taxable profit will be available against which the losses can be utilised. Significant management judgement is required to determine the amount of deferred tax assets that can be recognised, based upon the likely timing and the level of future taxable profits together with future tax planning strategies.

#### **Impairment of non-financial assets**

The Group assesses at each reporting date whether there is an indication that an asset may be impaired. Determining the recoverable amount of the assets is judgmental and involves the use of significant estimates and assumptions. The estimates are based upon assumptions believed to be reasonable, but which are inherently uncertain and unpredictable and do not reflect unanticipated events and circumstances that may occur.

#### **Non-current asset held for sale**

Non-current assets (or disposal groups) are classified as assets held for sale when their carrying amount is to be recovered principally through a sale transaction and a sale is considered highly probable. The sale is considered highly probable only when the asset or disposal group is available for immediate sale in its present condition, it is unlikely that the sale will be withdrawn, and sale is expected within one year from the date of the classification.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

### **Leases – Estimating the incremental borrowing rate**

The Group cannot readily determine the interest rate implicit in the lease, therefore, it uses its incremental borrowing rate (IBR) to measure lease liabilities. The IBR is the rate of interest that the Group would have to pay to borrow over a similar term, and with a similar security, the funds necessary to obtain an asset of a similar value to the right-of-use asset in a similar economic environment.

### **Determining the lease term of contracts with renewal and termination options – Group as lessee**

The Group determines the lease term as the non-cancellable term of the lease, together with any periods covered by an option to extend the lease if it is reasonably certain to be exercised, or any periods covered by an option to terminate the lease, if it is reasonably certain not to be exercised.

The Group applies judgement in evaluating whether it is reasonably certain whether or not to exercise the option to renew or terminate the lease. After the commencement date, the Group reassesses the lease term if there is a significant event or change in circumstances that is within its control and affects its ability to exercise or not to exercise the option to renew or to terminate (e.g., construction of significant leasehold

improvements or significant customisation to the leased asset).

### **Revenue recognition**

The Group's revenue recognition policy is central to how the Group values the work it has carried out in each financial year.

These policies require forecasts to be made of the outcomes of Contracts, which require, assessments and judgements to be made on changes in scope of work and claims and variations.

There are several long-term and complex projects where the Group has incorporated significant judgements over contractual entitlements. The range of potential outcomes could result in a materially positive or negative change to underlying profitability and cash flow.

Estimates are also required with respect to the below mentioned aspects of the contract:

- Determination of stage of completion
- Estimation of project completion date
- Provisions for foreseeable losses
- Estimated total revenues and estimated total costs to completion, including claims and variations.

These are reviewed at each reporting date and adjust to reflect the current best estimates.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

### 3. Property, Plant and Equipment

(₹ in crore)

Particulars	Freehold Land	Freehold Buildings/Flats-Residential	Freehold Buildings/Flats-Non-Residential	Plant & Machinery	Survey Instruments	Computers	Office Equipments	Furniture & Fixtures	Caravans, Camps and Temporary Sheds	Vehicles	Total
Foot Notes							(i)	(ii)			
<b>Gross Carrying Amount (At Cost)</b>											
<b>As at 1 April 2023</b>	<b>42.69</b>	<b>6.55</b>	<b>44.10</b>	<b>216.60</b>	<b>3.01</b>	<b>8.54</b>	<b>5.86</b>	<b>6.84</b>	<b>3.13</b>	<b>4.19</b>	<b>341.51</b>
Additions	1.46	-	-	26.10	0.97	1.08	0.40	1.09	0.31	0.09	31.50
Disposals/Adjustments	-	-	-	(2.18)	(0.02)	(0.46)	(0.09)	(0.06)	-	0.01	(2.80)
Transfer from Assets held for sale (Refer Note-v)	-	-	-	-	-	-	-	-	-	-	-
Exchange Gain / (Loss) (Refer Note-iii)	-	-	(0.49)	(0.23)	0.01	-	0.01	-	0.01	0.03	(0.66)
<b>As at 31 March 2024</b>	<b>44.15</b>	<b>6.55</b>	<b>43.61</b>	<b>240.29</b>	<b>3.97</b>	<b>9.16</b>	<b>6.18</b>	<b>7.87</b>	<b>3.45</b>	<b>4.32</b>	<b>369.55</b>
Additions (Refer Note-iv)	1.37	-	13.15	762.54	-	2.02	0.95	4.76	0.24	-	785.03
Disposals/Adjustments	-	-	-	(0.81)	(0.19)	(1.01)	(0.57)	(0.26)	-	-	(2.84)
Exchange Gain / (Loss) (Refer Note-iii)	-	-	0.81	2.14	0.02	0.03	0.03	0.02	0.02	0.10	3.17
<b>As at 31 March 2025</b>	<b>45.52</b>	<b>6.55</b>	<b>57.57</b>	<b>1,004.16</b>	<b>3.80</b>	<b>10.20</b>	<b>6.59</b>	<b>12.39</b>	<b>3.71</b>	<b>4.42</b>	<b>1,154.91</b>
<b>Depreciation and Impairment</b>											
<b>As at 1 April 2023</b>	<b>-</b>	<b>4.56</b>	<b>22.04</b>	<b>94.41</b>	<b>1.08</b>	<b>6.30</b>	<b>3.87</b>	<b>2.84</b>	<b>2.81</b>	<b>2.60</b>	<b>140.51</b>
Depreciation charge for the year	-	0.06	1.49	18.09	0.28	1.11	0.52	0.63	0.12	0.41	22.71
Impairment	-	-	-	-	-	-	-	-	-	-	-
Disposals/Adjustments	-	-	-	(1.79)	(0.01)	(0.37)	(0.08)	(0.06)	(0.01)	-	(2.32)
Exchange Gain / (Loss) (Refer Note-iii)	-	-	(0.26)	(0.15)	-	-	0.01	0.01	0.01	0.02	(0.36)
<b>As at 31 March 2024</b>	<b>-</b>	<b>4.62</b>	<b>23.27</b>	<b>110.56</b>	<b>1.35</b>	<b>7.04</b>	<b>4.32</b>	<b>3.42</b>	<b>2.93</b>	<b>3.03</b>	<b>160.54</b>
Depreciation charge for the year	-	0.05	1.61	25.75	0.34	1.13	0.52	1.02	0.19	0.43	31.04
Impairment	-	-	-	-	-	-	-	-	-	-	-

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

Particulars	Freehold Land	Freehold Buildings/Flats-Residential	Freehold Buildings/Flats-Non-Residential	Plant & Machinery	Survey Instruments	Computers	Office Equipments	Furniture & Fixtures	Caravans, Camps and Temporary Sheds	Vehicles	Total
Disposals/Adjustments	-	-	-	(0.20)	(0.13)	(0.97)	(0.51)	(0.14)	-	-	(1.89)
Exchange Gain / (Loss) (Refer Note-iii)	-	-	0.46	1.50	0.01	0.01	0.03	0.02	0.01	0.08	2.12
<b>As at 31 March 2025</b>	-	<b>4.67</b>	<b>25.34</b>	<b>137.61</b>	<b>1.57</b>	<b>7.27</b>	<b>4.36</b>	<b>4.32</b>	<b>3.13</b>	<b>3.54</b>	<b>191.81</b>
<b>Net Book Value</b>											
<b>At 31 March 2025</b>	<b>45.52</b>	<b>1.88</b>	<b>32.23</b>	<b>866.55</b>	<b>2.23</b>	<b>2.93</b>	<b>2.23</b>	<b>8.07</b>	<b>0.58</b>	<b>0.88</b>	<b>963.10</b>
<b>At 31 March 2024</b>	<b>44.15</b>	<b>1.93</b>	<b>20.34</b>	<b>129.73</b>	<b>2.62</b>	<b>2.12</b>	<b>1.86</b>	<b>4.45</b>	<b>0.52</b>	<b>1.29</b>	<b>209.01</b>

#### Foot Notes: -

- Office Equipment includes Electrical Appliances and Air Conditioners.
- Furniture & Fixtures includes Furnishings.
- Carrying amount include Foreign Exchange Gain/(Loss) on account of Property, Plant & Equipment (PPE) translation from functional currency to presentation currency.
- Freehold Buildings / Flats - Non-Residentials and Plant & Machinery have been capitalised from Capital Work in Progress.
- Plant & Machinery - at Northern Region transferred from Assets held for sale to Property, Plant & Equipment (PPE).
- Depreciation is provided based on useful life supported by the technical evaluation considering business specific usage, the consumption pattern of the assets and the past performance of similar assets.

Class of Assets	Useful lives as per Schedule II (in Years)		Useful life adopted based on technical evaluation (in years)	
Building/flats residential/non residential *		60		8-60
Plant and Machinery *		8-40		1-30
Survey instruments		10		10
Computers		3-6		3-6
Office Equipment's		5-10		5-10
Furniture and fixtures		10		10
Caravans, Camps and temporary shed		3-5		3-5
Vehicles		8-10		8-10

\* Each significant component of the asset has been considered for determination of useful life of the assets as per the technical evaluation.

(vii) Refer to Note 2.2.2 for material accounting policy information of property, plant and equipment.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

#### 4. Capital Work in Progress

(₹ in crore)

Particulars	Amount
<b>As at 1 April 2023</b>	<b>8.47</b>
Additions (subsequent expenditure)	540.48
Adjustments	(0.04)
Impairment	-
Capitalised during the year	-
<b>As at 31 March 2024</b>	<b>548.91</b>
Additions (subsequent expenditure)	1,240.12
Adjustments	(67.51)
Impairment	-
Capitalised during the year	(745.66)
<b>As at 31 March 2025</b>	<b>975.86</b>
<b>Net Book Value</b>	
<b>at 31 March 2025</b>	<b>975.86</b>
<b>at 31 March 2024</b>	<b>548.91</b>

##### (i) Ageing of Capital Work in Progress

The Ageing Schedule of Capital Work in Progress for the year ended as at 31st March 2025 and 31st March 2024 is as follows:

Particulars	Amount in Capital Work in Progress for a period of				
	Less than 1 year	1-2 year	2-3 year	More than 3 years	Total
<b>As at March 31, 2025</b>					
Projects in progress (Refer note iv)	963.61	12.25	-	-	<b>975.86</b>
Projects temporarily suspended	-	-	-	-	-
	<b>963.61</b>	<b>12.25</b>	-	-	<b>975.86</b>
<b>As at March 31, 2024</b>					
Projects in progress (Refer note iv)	540.41	8.50	-	-	<b>548.91</b>
Projects temporarily suspended	-	-	-	-	-
	<b>540.41</b>	<b>8.50</b>	-	-	<b>548.91</b>

(ii) There are no projects where activity has been suspended.

(iii) Below are the details of ageing for the projects whose completion is overdue or has exceeded its cost compared to its original plan:

As on 31 March, 2025, no projects are overdue or exceeded estimated cost. As on 31 March, 2024, one project was overdue with a total cost of ₹7.30 crore.

Capital Work in Progress	To be completed in			
	Less than 1 year	1-2 year	2-3 year	More than 3 years
<b>As at March 31, 2025</b>				
<b>Projects in progress</b>				
Renovation of Corporate Office Building - False Ceiling & HVAC	-	-	-	-
<b>As at March 31, 2024</b>				
<b>Projects in progress</b>				
Renovation of Corporate Office Building - False Ceiling & HVAC	1.68	-	-	-



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

- (iv) Includes 500 MW Solar Plant under construction by Ircon Renewable Power Limited, a Subsidiary Company. The carrying amount of the solar power plant (capital-work-in-progress) facility at 31 March 2025 was **₹942.20 crore** (31 March 2024: ₹542.35 crore) and proportionate amount of Viability Gap Funding (VGF) amounting to **₹67.41 crore** has been adjusted against Capital Work-in-Progress in FY 2024-25 and the unutilised VGF balance of **₹44.94 crore** is shown in Note 22 (Refer Foot Note (i) of Note 22). The amount of borrowing cost (net of interest income of ₹0.60 crore) added to Capital Work in progress during the year 31st March 2025 was **₹90.99 crore** (31st March 2024: ₹4.33 crore). During FY 2023-24, interest earned amounting to ₹0.76 crore on temporary investments on Government Grants is adjusted against CWIP.
- (v) During the current year, the Group has capitalised CWIP under the head Property, plant and equipment amounting of **₹745.66 crore**.

### 5. Investment Property

(₹ in crore)

Particulars	Noida			Gurugram			Bangalore	Total
	Land	Capital work in progress	Building	Land	Capital work in progress	Building	Land and Building	
<b>As at 1 April 2023</b>	<b>327.20</b>	<b>0.57</b>	<b>156.77</b>	<b>2.23</b>	<b>-</b>	<b>95.36</b>	<b>3.04</b>	<b>585.17</b>
Additions (subsequent expenditure)	-	0.57	0.85	-	1.48	-	-	<b>2.90</b>
Derecognised during the year	-	-	-	-	-	(0.32)	-	<b>(0.32)</b>
Capitalised during the year	-	-	-	-	-	-	-	<b>-</b>
<b>As at 31 March 2024</b>	<b>327.20</b>	<b>1.14</b>	<b>157.62</b>	<b>2.23</b>	<b>1.48</b>	<b>95.04</b>	<b>3.04</b>	<b>587.75</b>
Additions (subsequent expenditure)	-	0.72	1.08	-	8.97	0.51	-	<b>11.28</b>
Derecognised during the year	-	-	-	-	-	-	-	<b>-</b>
Capitalised during the year	-	-	-	-	-	-	-	<b>-</b>
<b>As at 31 March 2025</b>	<b>327.20</b>	<b>1.86</b>	<b>158.70</b>	<b>2.23</b>	<b>10.45</b>	<b>95.55</b>	<b>3.04</b>	<b>599.03</b>
<b>Depreciation and Impairment</b>								
<b>As at 1 April 2023</b>	<b>-</b>	<b>-</b>	<b>24.73</b>	<b>-</b>	<b>-</b>	<b>6.83</b>	<b>1.30</b>	<b>32.86</b>
Depreciation during the year	-	-	8.12	-	-	3.61	0.09	<b>11.82</b>
<b>As at 31 March 2024</b>	<b>-</b>	<b>-</b>	<b>32.85</b>	<b>-</b>	<b>-</b>	<b>10.44</b>	<b>1.39</b>	<b>44.68</b>
Depreciation during the year	-	-	8.66	-	-	3.62	0.09	<b>12.37</b>
<b>As at 31 March 2025</b>	<b>-</b>	<b>-</b>	<b>41.51</b>	<b>-</b>	<b>-</b>	<b>14.06</b>	<b>1.48</b>	<b>57.05</b>
<b>Net Block</b>								
<b>at 31 March 2025</b>	<b>327.20</b>	<b>1.86</b>	<b>117.19</b>	<b>2.23</b>	<b>10.45</b>	<b>81.49</b>	<b>1.56</b>	<b>541.98</b>
<b>at 31 March 2024</b>	<b>327.20</b>	<b>1.14</b>	<b>124.77</b>	<b>2.23</b>	<b>1.48</b>	<b>84.60</b>	<b>1.65</b>	<b>543.07</b>

### Information regarding income and expenditure of Investment property

(₹ in crore)

Particulars	31 March 2025	31 March 2024
Rental income derived from investment properties*	23.80	16.28
Direct operating expenses (including repairs and maintenance) arising from investment property that generated rental income during the year	5.63	2.32
Direct operating expenses (including repairs and maintenance) arising from investment property that did not generate rental income during the year	-	-
<b>Profit arising from investment properties before depreciation and indirect expenses</b>	<b>18.17</b>	<b>13.96</b>
Less: Depreciation during the year	(12.37)	(11.82)
<b>Profit arising from investment properties before indirect expenses</b>	<b>5.80</b>	<b>2.14</b>

\* Includes maintenance income from properties

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

### Reconciliation of fair value

(₹ in crore)

Particulars	Noida			Gurugram		Bangalore		Total
	Land	Capital work in progress	Building	Land	Capital work in progress	Building	Land and Building	
<b>As at 1 April 2023</b>	<b>262.43</b>	<b>-</b>	<b>121.44</b>	<b>125.16</b>	<b>-</b>	<b>85.22</b>	<b>9.57</b>	<b>603.82</b>
Addition during the year	-	-	-	-	-	-	-	-
Fair value difference for the year	67.60	-	7.48	(50.66)	-	1.18	0.94	<b>26.55</b>
<b>As at 31 March 2024</b>	<b>330.03</b>	<b>-</b>	<b>128.92</b>	<b>74.50</b>	<b>-</b>	<b>86.40</b>	<b>10.51</b>	<b>630.37</b>
Addition during the year	-	-	-	-	-	-	-	-
Fair value difference for the year	29.38	-	(0.81)	9.10	-	5.76	1.23	<b>44.65</b>
<b>As at 31 March 2025</b>	<b>359.41</b>	<b>-</b>	<b>128.11</b>	<b>83.60</b>	<b>-</b>	<b>92.16</b>	<b>11.74</b>	<b>675.02</b>
<b>Note:-</b>								
Investment Property acquired	-	-	-	-	-	-	-	-
Investment Property self constructed	<b>359.41</b>	<b>-</b>	<b>128.11</b>	<b>83.60</b>	<b>-</b>	<b>92.16</b>	<b>11.74</b>	<b>675.02</b>
	<b>359.41</b>	<b>-</b>	<b>128.11</b>	<b>83.60</b>	<b>-</b>	<b>92.16</b>	<b>11.74</b>	<b>675.02</b>

- (i) These valuations are based on valuations performed by a registered valuer as defined under rule 2 of Companies (Registered Valuers and Valuation) Rules, 2017 applying valuation model acceptable internationally. Fair Values are based on income/cost/market value approach.
- (ii) The fair value measurement is categorised in Level 3 of fair value hierarchy.
- (iii) Investment property in Noida is at three locations having lease term of 90 years, Properties in Gurugram and Bangalore are at one location only which are freehold.
- (iv) Other provisions amounting to ₹0.57 crore has been created towards capital work in progress in FY 2023-24 for the Sector 125, Noida property due to pending resolution of the dispute with the Noida Authority.

### 6. Intangible Assets

(₹ in crore)

Particulars	Intangibles (Software/ Lease Rights/Toll Road)			
	Software	Lease Rights	Toll Road	Total
<b>Gross Block</b>				
<b>As at 1 April 2023</b>	<b>11.65</b>	<b>72.34</b>	<b>1,294.94</b>	<b>1,378.93</b>
Addition during the year	3.44	-	10.67	<b>14.11</b>
Sales / adjustment during the year	(0.24)	-	(39.24)	<b>(39.47)</b>
<b>As at 31 March 2024</b>	<b>14.85</b>	<b>72.34</b>	<b>1,266.37</b>	<b>1,353.57</b>
Addition during the year	3.72	-	-	<b>3.72</b>
Sales / adjustment during the year	(0.01)	-	-	<b>(0.01)</b>
<b>As at 31 March 2025</b>	<b>18.56</b>	<b>72.34</b>	<b>1,266.37</b>	<b>1,357.27</b>
<b>Amortisation and Impairment</b>				
<b>As at 1 April 2023</b>	<b>2.96</b>	<b>12.23</b>	<b>296.32</b>	<b>311.51</b>
Amortisation during the year	3.23	1.64	59.89	<b>64.77</b>
Sales / adjustment during the year	(0.24)	-	-	<b>(0.24)</b>
<b>As at 31 March 2024</b>	<b>5.95</b>	<b>13.87</b>	<b>356.21</b>	<b>376.04</b>
Amortisation during the year	4.34	1.64	67.17	<b>73.16</b>
Sales / adjustment during the year	-	-	-	<b>-</b>
<b>As at 31 March 2025</b>	<b>10.29</b>	<b>15.52</b>	<b>423.38</b>	<b>449.19</b>
<b>Net book value</b>				
<b>At 31 March 2025</b>	<b>8.27</b>	<b>56.82</b>	<b>842.99</b>	<b>908.08</b>
<b>At 31 March 2024</b>	<b>8.90</b>	<b>58.47</b>	<b>910.16</b>	<b>977.53</b>

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

#### Foot Note:

**Software :** Software includes capital expenditure made for acquiring SAP S4 / HANA ERP software.

**Lease Rights :-** Ircon Infrastructure and Services Limited has entered into an agreement with RLDA (Rail Land Development Authority) to build Multi Functional Complexes (MFCs) at various railway stations. The Land belongs to Railways and the company has construct the buildings on the same and having lease rights (commercial Rights) of 45 years from the date of commencement of MFC. The Lease Rights has been amortised over the lease period from the date in which the concerned project comes into commercial operations on prorata basis. The amount amortised during the year amounts to **₹1.64 crore** (F.Y. 2023-24 ₹1.64 crore )

**Toll Road :-** Toll Road also includes value of IT Infrastructure Software along with some small movable assets essential for the toll road and bundled with the EPC works of the Toll Road. The same is not separately quantifiable and is an integral part of the Asset.

### 7. Intangible Assets under Development

(₹ in crore)

Particulars	Intangible assets under development		
	Software	Toll Road	Total
<b>Gross Block</b>			
<b>As at 1 April 2023</b>	<b>2.59</b>	<b>7.81</b>	<b>10.40</b>
Addition during the year	0.84	2.86	<b>3.70</b>
Capitalisation during the year	(3.43)	(10.67)	<b>(14.10)</b>
Sales / adjustment during the year	-	-	-
<b>As at 31 March 2024</b>	-	-	-
Addition during the year	-	-	-
Capitalisation during the year	-	-	-
Sales / adjustment during the year	-	-	-
<b>As at 31 March 2025</b>	-	-	-
<b>Amortisation and Impairment</b>			
<b>As at 1 April 2023</b>	-	-	-
Amortisation during the year	-	-	-
Impairment	-	-	-
Sales / adjustment during the year	-	-	-
<b>As at 31 March 2024</b>	-	-	-
Amortisation during the year	-	-	-
Impairment	-	-	-
Sales / adjustment during the year	-	-	-
<b>As at 31 March 2025</b>	-	-	-
<b>Net book value</b>			
<b>At 31 March 2025</b>	-	-	-
<b>At 31 March 2024</b>	-	-	-

#### Foot Note:

- Intangible assets under development represents capital expenditure made for acquiring the SAP S4/HANA ERP software and Toll Road.
- The Ageing Schedule of Intangible Assets under Development for the year ended as at 31<sup>st</sup> March 2025 and March 2024 is as follows.

(₹ in crore)

Particulars	Amount in Intangible Assets under Development for a period of			
	Less than 1 year	1-2 years	2-3 years	More than 3 years
<b>As at March 31, 2025</b>				
<b>Projects in progress</b>				
SAP S-4 HANA SAP/ERP	-	-	-	-
Toll Road	-	-	-	-
<b>Projects temporarily suspended</b>	-	-	-	-
	-	-	-	-
<b>As at March 31, 2024</b>				
<b>Projects in progress</b>				
SAP S-4 HANA SAP/ERP	-	-	-	-
Toll Road	-	-	-	-
<b>Projects temporarily suspended</b>	-	-	-	-
	-	-	-	-

- As at 31 March, 2025, no projects are overdue or exceeded estimated cost, since the original plan has been revisited and revised. As at 31 March, 2024, one project was overdue with a total cost of ₹23.56 crore, as detailed below:

**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS****For The Year Ended 31<sup>st</sup> March 2025**

(₹ in crore)

Particulars	Amount in Intangible Assets under Development for a period of				
	Less than 1 year	1-2 year	2-3 year	More than 3 years	Total
<b>As at March 31, 2025</b>					
<b>Projects in progress</b>					
SAP S-4 HANA SAP/ERP	-	-	-	-	-
<b>Projects temporarily suspended</b>	-	-	-	-	-
	-	-	-	-	-
<b>As at March 31, 2024</b>					
<b>Projects in progress</b>					
SAP S-4 HANA SAP/ERP	7.25	3.79	-	-	11.04
<b>Projects temporarily suspended</b>	-	-	-	-	-
	7.25	3.79	-	-	11.04

**8. Right-of-use Assets**

(₹ in crore)

Particulars	Land (ii)	Building (i)	Vehicles	Total
<b>Gross Block</b>				
<b>As at 1 April 2023</b>	1.60	5.20	0.04	6.84
Addition during the year	0.29	3.03	-	3.32
Disposals / adjustment during the year	-	-	-	-
<b>As at 31 March 2024</b>	1.89	8.23	0.04	10.16
Addition during the year	34.93	-	-	34.93
Disposals / adjustment during the year	-	-	-	-
<b>As at 31 March 2025</b>	36.82	8.23	0.04	45.09
<b>Depreciation and Impairment</b>				
<b>As at 1 April 2023</b>	0.22	2.18	0.04	2.44
Depreciation during the year	0.24	0.89	-	1.13
Impairment during the year	-	-	-	-
Disposals / adjustment during the year	-	-	-	-
<b>As at 31 March 2024</b>	0.46	3.07	0.04	3.57
Depreciation during the year	0.95	0.93	-	1.88
Impairment during the year	-	-	-	-
Disposals / adjustment during the year	-	-	-	-
<b>As at 31 March 2025</b>	1.41	4.00	0.04	5.45
<b>Net Book Value</b>				
<b>At 31 March 2025</b>	35.41	4.23	-	39.64
<b>At 31 March 2024</b>	1.43	5.16	-	6.59

**Foot Note:**

- Includes lease hold building on Railways land for 30 years lease at San Martin Marg, New Delhi & Pali Hill, Mumbai & Metro Railway Service Building, Kolkata for which agreement is yet to be finalised.
- Lease hold land includes land at Greater Noida Industrial Development Authority (GNIDA) for construction of proposed Central Inspection Cell (CIC) by the holding company (Gross value ₹0.76 crore). The request for time extension for construction of Building has been submitted to the appropriate authority. The Leased land also includes lease arrangements for land with various landowners in case of Ircon Renewable Power Limited, a subsidiary company and these lease terms are negotiated locally and subject to local rules and regulations.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

iii) Title deeds of immovable properties not held in name of the holding company :

Relevant line item in the Balance sheet	Description of item of property	Gross carrying value	Title deeds held in the name of	Whether title deed holder is a promoter, director or relative of promoter/director or employee of promoter/director	Property held since which date	Reason for not being held in the name of the company (also indicate if in dispute)
Right-of-use Assets	Pali Hill, Bandra Flat No. 401 Mumbai	0.21	WESTERN RAILWAY	NA	14 <sup>th</sup> August, 2002	Flats are constructed on Railway Land and has been leased to holding company by respective Zonal Railway for a period of 30 years based on instruction issued in this regard.
Right-of-use Assets	Flats at St. Martin, New Delhi	2.26	NORTHERN RAILWAY	NA	16 <sup>th</sup> Sep, 2004	
Right-of-use Assets	Metro Rail Service Building, Kolkata	0.75	METRO RAIL, KOLKATA	NA	3 <sup>rd</sup> March, 2000	Office accommodation constructed by Metro Railway, Kolkata on Railway Land and has been leased out to holding company for a period of 30 years as per instruction issued in this regard.

## 9. Investments accounted for using the equity method

(₹ in crore)

Particulars	As at 31st March 2025	As at 31st March 2024
<b>Investments in Equity Instruments (fully paid-up, unquoted, using Equity Method)</b>		
<b>Joint Venture Companies</b>		
Ircon-Soma Tollway Private Limited 6,38,70,000 equity shares of ₹10 each (31 March 2024 : 6,38,70,000)	74.72	79.78
Indian Railway Stations Development Corporation Limited 5,19,99,699 equity shares of ₹10 each (31 March 2024 : 5,19,99,699) (Refer foot note (i))	61.35	59.89
Bastar Railway Private Limited 7,63,37,300 equity shares of ₹10 each (31 March 2024 : 7,63,37,300) (Refer foot note (ii))	76.23	76.42
Jharkhand Central Railway Limited 2,62,56,438 equity shares of ₹10 each (31 March 2024 : 2,62,56,438) (Refer foot note (iii))	144.38	143.14
Mahanadi Coal Railway Limited 2,60,00,000 equity shares of ₹10 each (31 March 2024 : 2,60,00,000) (Refer foot note (iv))	110.44	109.73
Chhattisgarh East Railway Limited 19,78,55,700 equity shares of ₹10 each (31 March 2024 : 19,78,55,700) (Refer foot note (v))	160.62	185.87
Chhattisgarh East-West Railway Limited 19,39,91,200 equity shares of ₹10 each (31 March 2024 : 19,39,91,200) (Refer foot note (vi))	257.98	209.67
<b>Total</b>	<b>885.72</b>	<b>864.50</b>
<b>Aggregate Book Value of Unquoted Investments</b>	<b>885.72</b>	<b>864.50</b>
<b>Aggregate amount of Impairment in Value of Investments</b>	<b>-</b>	<b>-</b>

### Foot Notes:-

(i) "Ministry of Railways" (MoR) vide its letter No. 2011/LMB/22/1/39 dated 18.10.2021 had communicated 'in-principle' approval for the closure of Indian Railway Station Development Corporation Limited (IRSDC), a Joint Venture Company and transfer/handover of its business to RLDA/MoR.

During the financial year 2024-25, with the consent of all joint venture partners i.e. IRCON, RITES & RLDA, it has been decided to transfer the assets and liabilities of IRSDC (except investments in SITCO and GARUD/Station Facility Management (SFM)) to RLDA on a slump sale basis at book value as on 31.12.2024 (i.e. approx. ₹39.89 crores based on detailed working +/- 5%). Subsequently, the Business Transfer Agreement was signed on 09 April 2025, and the consideration was received by IRSDC from RLDA on 11 April 2025 of ₹39.89 crores. Further, consideration against SITCO has also been received from RLDA against their share of ₹6.30 crore in FY 2023-24.

As at the balance sheet date i.e. 31 March 2025, closure related activities initiated in FY 2021-22 are yet to be completed and the Liquidation process shall commence upon completion of these activities and handing over of assets and liabilities to RLDA/MoR. Financial statement of IRSDC has been prepared on liquidation basis and the distribution of the slump sale proceeds and settlement of liabilities will be done after appointment of the liquidator and completion of the liquidation process under voluntary winding up.



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

The Group continues to monitor the developments closely and does not foresee any impairment in the value of investment as at the reporting date as the Group's share in the reported net worth of IRSDC is ₹61.76 crore i.e. 26% of ₹237.52 crore.

- (ii) Ministry of Railway (MoR) has granted in-principle approval for closure of Bastar Railway Private Limited, a joint venture company and transfer of its assets and liabilities to MoR. The legal formalities, pricing and related modalities are in process and the Group does not foresee any impairment in the value of investment at this stage.
- (iii) The Board of Directors of Ircon International Limited have approved Interest Free Advance, of **₹114.11 crore** (31 March 2024: ₹114.11 crore) in favour of Jharkhand Central Railway Limited, out of which **₹114.11 crore** (31st March, 2024: ₹114.11 crore) has been paid.. The loan will repaid only on winding up of the Project or end of concession period which ever is later.
- (iv) The Board of Directors of Ircon International Limited have approved Interest Free Advance, of **₹84.50 crore** (31 March 2024: ₹84.50 crore) in favour of Mahanadi Coal Railway Limited (a Joint Venture Company) which has been paid. The loan will repaid only on winding up of the Project or end of concession period which ever is later. Further, it has been decided to handover Phase- I (Angul – Balram, 14 KM already operational) and Phase- II (Balram-Putgadia-Tentuloi, 54 KM under construction) of MCRL Project to Ministry of Railways (MoR). The legal formalities, pricing and related modalities are in process and the Group does not foresee any impairment in the value of investment at this stage.
- (v) The Board of Directors of Ircon International Limited have approved Interest Free Advance of **₹64.27 crore** in favour of Chhattisgarh East Railway Limited (CERL), out of which **₹46.20 crore** (31 March 2024: ₹30.60 crore) has been paid. The loan will repaid only on winding up of the Project or end of concession period which ever is later.
- (vi) The Board of Directors of Ircon International Limited have approved Interest Free Advance of **₹193.36 crore** in favour of Chhattisgarh East-West Railway Limited (CEWRL), out of which **₹64.48 crore** (31 March 2024: ₹16.12 crore) has been paid. The loan will repaid only on winding up of the Project or end of concession period which ever is later.

## 10. Non-Current Assets – Non-Current Financial Assets

### 10.1 Non-Current Financial Assets – Investments

(₹ in crore)

Particulars	As at 31st March 2025	As at 31st March 2024
<b>Investment in Bonds (Quoted, at Amortised cost)</b>		
7.15% Tax Free Indian Railway Finance Corporation Limited (IRFC) Bonds, Nil (31 March 2024 : 250 units of ₹10,00,000 each)	–	24.99
7.07% Tax Free Indian Railway Finance Corporation Limited (IRFC) Bonds, Nil (31 March 2024 : 3,02,000 units of ₹1,000 each)	–	30.20
7.14% Tax Free NHAI Bonds, Nil (31 March 2024 : 1,99,989 units of ₹1,000 each)	–	20.00
7.02% Tax Free NHAI Bonds, Nil (31 March 2024 : 500 units of ₹10,00,000 each)	–	50.00
<b>Total</b>	<b>–</b>	<b>125.19</b>
<b>Aggregate Book Value of Quoted Investments</b>	<b>–</b>	<b>125.19</b>
<b>Aggregate Market Value of Quoted Investments</b>	<b>–</b>	<b>130.43</b>
<b>Aggregate Book Value of Unquoted Investments</b>	<b>–</b>	<b>–</b>
<b>Aggregate amount of Impairment in Value of Investments</b>	<b>–</b>	<b>–</b>

### 10.2 Non-Current Financial Assets – Loans

(₹ in crore)

Particulars	As at 31st March 2025	As at 31st March 2024
<b>A. Considered Good : Secured</b>		
Staff Loans and Advances	–	0.02
<b>B. Considered Good : Unsecured</b>		
<b>(i) Loans to Related Parties:</b>	<b>–</b>	<b>–</b>
<b>(ii) Others:</b>		
Staff Loans & Advances	0.28	0.43
<b>Total</b>	<b>0.28</b>	<b>0.45</b>

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

Foot Note:

(₹ in crore)

Particulars	As at 31st March 2025		As at 31st March 2024	
	Amount of loan or advance in the nature of loan outstanding*	% of total Loans and Advances in the nature of loans^	Amount of loan or advance in the nature of loan outstanding*	% of total Loans and Advances in the nature of loans^
Loan to Promoters	-	-	-	-
Loan to Directors	-	-	-	-
Loan to KMPs	-	-	-	-
Loan to Related parties	-	-	-	-
<b>Total</b>	-	-	-	-

\* represents loan or advance in the nature of loan

^ represents percentage to the total Loans and Advances in the nature of loans

### 10.3 Non-Current Assets – Other Financial Assets

(₹ in crore)

Particulars	As at 31st March 2025	As at 31st March 2024
<b>Considered Good :</b>		
<b>Security Deposits</b>		
– Government Departments	1.32	0.64
– Others	0.24	0.60
<b>Contract Asset:</b>		
– Retention Money with Client	31.28	14.75
– Construction cost incurred in terms of SCA {Refer foot note (i)}	3,058.01	2,216.47
Fixed Deposits having remaining maturity of more than 12 months {Refer foot note (ii)}	-	0.01
Fixed deposits having remaining maturity of more than 12 months (Bank Guarantee) {Refer foot note (iii)}	0.05	0.04
Interest Accrued on Advances to Staff {Refer foot note (iv)}	0.23	0.28
Recoverable from Rail Land Development Authority (RLDA)	-	15.00
<b>Total</b>	<b>3,091.13</b>	<b>2,247.79</b>

Foot Notes:-

(i) Construction Cost pertains to the Highway being made by the group under Hybrid Annuity Model (HAM).

(ii) Includes FDR under Lien for Nil (31st March 2024 : ₹0.01 crore)

(iii) **₹0.05 Crore** as at 31st March 2025 ( 31st March 2024: ₹0.04 crore) represents fixed deposit pledged to Statutory Authorities/Other parties against ongoing projects in case of Ircon Infrastructure & Services Limited, a Subsidiary Company.

(iv) Details of amount due from Directors:

(₹ in crore)

Particulars	As at 31st March 2025	As at 31st March 2024
Amount due from directors included in interest accrued on staff loans and advances	-	-
<b>Total</b>	-	-

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

#### 11. Deferred Tax Assets and Income Tax

##### Disclosure pursuant to Ind AS 12 "Income Taxes"

(a) The major components of income tax expense for the year ended 31 March 2025 and 31 March 2024 are :

(₹ in crore)

S.No.	Particulars	For the Year ended	
		31st March 2025	31st March 2024
<b>1</b>	<b>Profit and Loss Section</b>		
	<b>Current income tax :</b>		
	Current income tax charge	261.28	339.19
	Adjustment in respect of current tax of previous year	(25.10)	2.55
	<b>Deferred tax :</b>		
	Relating to origination and reversal of temporary differences	(24.99)	(10.12)
	<b>Income tax expense reported in the Profit and Loss section</b>	<b>211.19</b>	<b>331.62</b>
<b>2</b>	<b>Other Comprehensive Income (OCI) Section</b>		
	<b>Income tax related to items recognised in OCI during the year:</b>		
	Net loss/(gain) on remeasurements of defined benefit plans	0.01	0.45
	Net loss/(gain) on foreign operation translation	1.84	(0.61)
	<b>Income tax expense reported in the OCI section</b>	<b>1.85</b>	<b>(0.16)</b>

(b) Reconciliation of tax expense and the accounting profit multiplied by India's domestic tax rate for 31 March 2025 and 31 March 2024:

(₹ in crore)

S.No.	Particulars	For the Year ended	
		31st March 2025	31st March 2024
1	Accounting profit before income tax	946.37	1260.44
2	Tax on Accounting profit	268.33	328.11
3	Effect of Tax Adjustments:		
(i)	Adjustments in respect of current income tax of previous years	(25.10)	2.55
(ii)	Utilisation of previously unrecognised tax losses	(35.40)	(37.46)
(iii)	Impact of Rate Difference	0.49	-
(iv)	Tax on Income exempt from tax	-	-
(v)	Non-deductible expenses for tax purposes:		
	-Other country additional tax	4.91	14.77
	-Other non-deductible expenses	6.73	6.87
(vi)	Tax effect of various other items	(6.92)	16.62
<b>4</b>	<b>Income tax expense reported in the Statement of Profit and Loss</b>	<b>213.04</b>	<b>331.46</b>
5	Effective Tax Rate	22.51%	26.30%

(c) Components of deferred tax assets and (liabilities) recognised in the Balance Sheet and Statement of Profit or Loss

(₹ in crore)

S. No.	Particulars	Balance sheet		Statement of Profit and Loss	
		31st March 2025	31st March 2024	31st March 2025	31st March 2024
1	Property, Plant & Equipment (including intangible): Difference in book depreciation and income tax depreciation	(229.73)	(200.86)	28.87	6.88
2	Provisions	156.82	139.75	(17.07)	(22.61)
3	Items disallowed u/s 43B of Income Tax Act, 1961	0.04	0.05	0.01	0.02
4	Impact of expenditure charged to the statement of profit and loss in the current year and earlier years but allowable for tax purposes on payment basis	41.51	46.01	4.50	6.52
5	Business Losses	173.52	131.71	(41.81)	(0.75)
6	Preliminary Expenses and Others	2.35	2.86	0.51	(0.18)
	<b>Net deferred tax assets/(liabilities)</b>	<b>144.51</b>	<b>119.52</b>	<b>(24.99)</b>	<b>(10.12)</b>

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

(d) Reflected in the balance sheet as follows:

(₹ in crore)

S.No.	Particulars	31st March 2025	31st March 2024
1	Deferred tax assets	374.24	320.38
2	Deferred tax liability	(229.73)	(200.86)
	<b>Deferred Tax Asset/(Liabilities) (Net)</b>	<b>144.51</b>	<b>119.52</b>

**Note:** Deferred tax assets and deferred tax liabilities have been offset as they relate to the same governing laws.

(e) Reconciliation of deferred tax (liabilities)/assets:

As at 31<sup>st</sup> March 2025

(₹ in crore)

S.No.	Particulars	Balance As at 1st April 2024 (Net)	Recognised in Statement of Profit and Loss	Recognised in OCI	Balance As at 31st March, 2025 (Net)
1	Property, Plant & Equipment (including intangible): Difference in book depreciation and income tax depreciation	(200.86)	(28.87)	–	<b>(229.73)</b>
2	Provisions	139.75	17.07	–	<b>156.82</b>
3	Items disallowed u/s 43B of Income Tax Act, 1961	0.05	(0.01)	–	<b>0.04</b>
4	Impact of expenditure charged to the statement of profit and loss in the current year and earlier years but allowable for tax purposes on payment basis	46.01	(4.50)	–	<b>41.51</b>
5	Business Losses	131.71	41.81	–	<b>173.52</b>
6	Preliminary Expenses and Others	2.86	(0.51)	–	<b>2.35</b>
	<b>Net deferred tax assets/(liabilities)</b>	<b>119.52</b>	<b>24.99</b>	–	<b>144.51</b>

As at 31 March 2024

(₹ in crore)

S. No.	Particulars	Balance As at 1st April 2023 (Net)	Recognised in Statement of Profit and Loss	Recognised in OCI	Balance As at 31st March, 2024 (Net)
1	Property, Plant & Equipment (including intangible): Difference in book depreciation and income tax depreciation	(193.98)	(6.88)	–	<b>(200.86)</b>
2	Provisions	117.14	22.61	–	<b>139.75</b>
3	Items disallowed u/s 43B of Income Tax Act, 1961	0.07	(0.02)	–	<b>0.05</b>
4	Impact of expenditure charged to the statement of profit and loss in the current year and earlier years but allowable for tax purposes on payment basis	52.53	(6.52)	–	<b>46.01</b>
5	Business Losses	130.96	0.75	–	<b>131.71</b>
6	Preliminary Expenses and Others	2.68	0.18	–	<b>2.86</b>
	<b>Net deferred tax assets/(liabilities)</b>	<b>109.40</b>	<b>10.12</b>	–	<b>119.52</b>

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

### 12. Other Non-Current Assets

(₹ in crore)

Particulars	As at 31st March 2025	As at 31st March 2024
<b>Considered Good</b>		
<b>a) Capital Advances</b>		
Capital Advance to Contractor	225.85	315.41
<b>b) Advances Other than Capital Advances</b>		
Advances to Contractors against Material and Machinery	36.68	62.82
Advances to Contractors, Suppliers and Others	182.02	222.13
Deposits with Tax Departments	0.55	–
<b>c) Others</b>		
Interest Accrued on Advances to Contractors, Suppliers & Others	7.05	5.98
Project Construction Cost	47.25	56.90
Prepaid Expenses	–	0.18
Fair valuation adjustment	0.08	0.05
<b>Total</b>	<b>499.48</b>	<b>663.47</b>

### 13. Inventories

(₹ in crore)

Particulars	As at 31st March 2025	As at 31st March 2024
Raw Material (Valued at Cost or NRV whichever is lower, unless otherwise stated)		
– In Hand	6.23	24.41
– With Third Parties	1.93	12.02
– In Transit	82.67	10.98
Others (Track and Construction Material)	–	0.30
<b>Total</b>	<b>90.83</b>	<b>47.71</b>

### 14. Current Assets – Current Financial Assets

#### 14.1 Current Financial Assets – Investments

(₹ in crore)

Particulars	As at 31st March 2025	As at 31st March 2024
<b>1. Investment in Bonds (Quoted, at Amortised cost)</b>		
7.15% Tax Free Indian Railway Finance Corporation Limited (IRFC) Bonds, 250 units of ₹10,00,000 each (31st March, 2024: Nil)	25.00	–
7.07% Tax Free Indian Railway Finance Corporation Limited (IRFC) Bonds, 3,02,000 units of ₹1,000 each (31st March, 2024: Nil)	30.20	–
7.14% Tax Free NHAI Bonds, 1,99,989 units of ₹1,000 each (31 March 2024 : Nil)	20.00	–
7.02% Tax Free NHAI Bonds, 500 units of ₹10,00,000 each (31 March 2024 : Nil)	50.00	–



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

Particulars	As at 31st March 2025	As at 31st March 2024
7.35% Government of India (GOI) Bond 2024 : Nil (31st March, 2024: Face Value ₹1,50,40,000)	–	1.51
<b>2. Investment in Mutual Funds (Quoted, at Fair Value through Profit &amp; Loss (FVTPL))</b>		
Union Liquid Fund No. of units – Nil ( 31st March, 2024 : 2,27,140.24)	–	52.89
Axis Liquid Fund No. of units – 3,66,150.89 ( 31st March, 2024 : 2,69,473.15)	105.58	72.39
Axis Overnight Fund No. of units – 59,334.56 (31st March, 2024 – Nil)	8.02	–
Canara Robeco Liquid Fund No. of units – 5,53,057.70 (31st March, 2024 – Nil)	171.90	–
Bandhan Liquid Fund No. of units – Nil ( 31st March, 2024 : 2,27,140.24)	–	166.10
Nippon India Liquid Fund No. of units – Nil ( 31st March, 2024 : 3,16,143.76)	–	186.81
LIC Mutual Fund No. of units – Nil ( 31st March, 2024 : 1,91,133.26)	–	83.81
<b>Total</b>	<b>410.70</b>	<b>563.51</b>
<b>Aggregate Book Value of Quoted Investments</b>	<b>410.70</b>	<b>563.51</b>
<b>Aggregate Market Value of Quoted Investments</b>	<b>413.58</b>	<b>563.50</b>
<b>Aggregate Book Value of Unquoted Investments</b>	<b>–</b>	<b>–</b>
<b>Aggregate amount of Impairment in Value of Investments</b>	<b>–</b>	<b>–</b>

#### 14.2 Current Financial Assets – Trade Receivables

(₹ in crore)

Particulars	As at 31st March 2025	As at 31st March 2024
Secured, considered good	14.07	13.55
Unsecured, considered good (Refer Foot Note (i))	1,374.03	832.32
Trade Receivables which have significant increase in credit risk	2.37	2.54
Trade Receivables – credit impaired	50.44	42.72
<b>Impairment Allowance (allowance for bad and doubtful debts):</b>		
Unsecured, considered good	(59.85)	(42.54)
Trade Receivables which have significant increase in credit Risk	(2.37)	(2.54)
Trade Receivables – credit impaired	(50.44)	(42.72)
<b>Total</b>	<b>1,328.25</b>	<b>803.33</b>

#### Foot Notes : –

- (i) Includes Receivables from related parties **₹755.29 crore** (As at 31st March 2024 : ₹191.94 crore) and are disclosed in Note 37 (c) 4.1.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

(ii) Trade Receivable Ageing Schedule for the year ended as at 31st March 2025 and 31st March 2024

(₹ in crore)

Particulars	Unbilled	Not Due	Outstanding for the year ended March 31, 2025 from the due date of payment					Total
			Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade receivables – considered good	-	757.20	193.09	182.37	132.39	51.56	69.50	<b>1,386.11</b>
Undisputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	2.37	<b>2.37</b>
Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-	-
Disputed Trade Receivables considered good	-	-	-	-	-	-	1.99	<b>1.99</b>
Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-
Disputed Trade Receivables – credit impaired	-	-	0.14	0.08	0.27	4.71	45.24	<b>50.44</b>
	-	<b>757.20</b>	<b>193.23</b>	<b>182.45</b>	<b>132.66</b>	<b>56.27</b>	<b>119.10</b>	<b>1,440.91</b>
<b>Impairment Allowance</b>								<b>(112.66)</b>
<b>Total</b>								<b>1,328.25</b>

(₹ in crore)

Particulars	Unbilled	Not Due	Outstanding for the year ended March 31, 2024 from the due date of payment					Total
			Less than 6 months	6 months - 1 year	1-2 years	2-3 years	More than 3 years	
Undisputed Trade receivables – considered good	-	203.25	373.26	72.25	122.86	62.67	9.59	<b>843.88</b>
Undisputed Trade Receivables – which have significant increase in credit risk	-	-	0.03	-	0.13	0.03	2.35	<b>2.54</b>
Undisputed Trade Receivables – credit impaired	-	-	-	-	-	-	-	-
Disputed Trade Receivables considered good	-	-	-	-	-	-	1.99	<b>1.99</b>
Disputed Trade Receivables – which have significant increase in credit risk	-	-	-	-	-	-	-	-
Disputed Trade Receivables – credit impaired	-	-	-	0.25	4.11	5.75	32.61	<b>42.72</b>
	-	<b>203.25</b>	<b>373.29</b>	<b>72.50</b>	<b>127.10</b>	<b>68.45</b>	<b>46.54</b>	<b>891.13</b>
<b>Impairment Allowance</b>								<b>(87.80)</b>
<b>Total</b>								<b>803.33</b>

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

### 14.3 Current Financial Assets – Cash and Cash equivalents

(₹ in crore)

Particulars	Foot Note	As at 31st March 2025	As at 31st March 2024
Cash in hand		0.05	0.05
Balances with banks:			
– On current accounts	(ii), (iii), (iv), (viii), (ix), (x), (xi), (xii), (xiii) (xiv) & (xv)	673.35	619.78
– Flexi Accounts	(i) (ii) (iii), (iv), (ix) & (xv)	303.46	514.44
– Deposits with original maturity of less than 3 months	(i), (ii), (iv), (viii), (ix), (x), (xi), (xii), (xiii), (xiv) & (xv)	1,302.98	1,045.51
<b>Total</b>		<b>2,279.84</b>	<b>2,179.78</b>

### 14.4 Current Financial Assets – Other Bank Balances

(₹ in crore)

Particulars	Foot Note	As at 31st March 2025	As at 31st March 2024
<b>Other Bank Balances</b>			
– Deposits with original maturity of more than 3 months but less than 12 months	(i), (iii), (v), (vi), (vii) & (xv)	2,499.81	2,802.85
<b>Earmarked Balances:</b>			
– Lien on account of penalty imposed by NHAI		1.06	1.06
– CSR Bank Account		0.17	0.17
– Dividend Distribution Account		0.75	0.47
<b>Total</b>		<b>2,501.79</b>	<b>2,804.55</b>

#### Foot Notes (Note 14.3 and 14.4) : –

- (i) Includes Clients Fund of **₹1,893.60 crore** (As at 31st March 2024 : ₹2,898.36 crore) on which interest is passed on to them. Also, includes Project Fund against trade payable **₹1,375.35 crore** (31st March 2024: ₹716.24 crore)
- (ii) Includes **₹5.56 crore** (As at 31st March 2024 : ₹16.53 crore) balance pertains to ESCROW account, flexi linked accounts and deposits which are earmarked funds as per concession agreement entered with NHAI in respect of Ircon PB Tollway Limited.
- (iii) Includes **₹60.97 crore** (As at 31st March 2024 : ₹115.72 crore) balance pertains to ESCROW account and flexi linked accounts which are earmarked funds as per concession agreement entered with NHAI in respect of Ircon Shivpuri Guna Tollway Limited. Further, **₹46.67 crore** in deposits under other bank balances includes (As at 31st March 2024 : ₹46.67 crore in flexi accounts) earmarked amount as Lien for Major Maintenance Reserve account (available for use for maintenance work) as per terms of Loan Agreement with SBI.
- (iv) Includes Clients Fund of **₹11.19 crore** (As at 31st March 2024 : ₹21.58 crore) in respect of Ircon Infrastructure & Services Limited on which interest is passed on to them.
- (v) Includes Client fund of **₹47.99 crore** (As at 31st March 2024 : ₹57.02 crore) and ₹0.10 crore from own fund represents fixed deposit with bank against BG in respect of Ircon Infrastructure & Services Limited on which interest is passed on to them.
- (vi) Includes deposits of **₹26.46 crore** (As at 31st March 2024 : ₹26.46 crore) of Ircon Davanagere Haveri Highway Limited which is under lien with the Punjab National Bank and **₹96.31 crore** (As at 31st March 2024: ₹27.30 crore) are earmarked funds as per concession agreement entered with NHAI.
- (vii) Includes **₹51.44 crore** (As at 31st March 2024 : ₹31.21 crore) held in deposits which are earmarked funds as per concession agreement entered with NHAI in respect of Ircon Vadodara Kim Expressway Limited.
- (viii) Includes **₹10.74 crore** (As at 31st March 2024 : ₹12.58 crore) balance pertains to ESCROW account and deposits

**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS****For The Year Ended 31<sup>st</sup> March 2025**

which are earmarked funds as per concession agreement entered with NHAI in respect of Ircon Vadodara Kim Expressway Limited.

- (ix) Includes **₹19.48 crore** (As at 31st March 2024 : ₹86.23 crore) balance pertains to Current, ESCROW account and deposits which are earmarked funds as per concession agreement entered with NHAI in respect of Ircon Gurgaon Rewari Highway Limited.
- (x) Includes **₹13.68 crore** (As at 31st March 2024 : ₹41.82 crore) balance pertains to ESCROW account and deposits which are earmarked funds as per concession agreement entered with NHAI in respect of Ircon Davanagere Haveri Highway Limited.
- (xi) Includes **₹67.41 crore** (As at 31st March 2024 : ₹31.03 crore in escrow account) balance pertains to ESCROW account and deposit which are earmarked funds as per concession agreement entered with NHAI in respect of Ircon Akloli-Shirsad Expressway Limited.
- (xii) Includes **₹15.86 crore** (As at 31st March 2024 : ₹4.58 crore in escrow account) balance pertains to ESCROW account and deposits which are earmarked funds as per concession agreement entered with NHAI in respect of Ircon Bhoj Morbe Expressway Limited.
- (xiii) Includes **₹44.89 crore** (As at 31st March 2024 : ₹5.23 crore) balance pertains to ESCROW account and deposits which are earmarked funds as per concession agreement entered with NHAI in respect of Ircon Haridwar Bypass Limited.
- (xiv) Includes **₹10.83 crore** (As at 31st March 2024 : ₹2.16 crore) balance pertains to ESCROW account and deposits which are earmarked funds as per concession agreement entered with NHAI in respect of Ircon Ludhiana Rupnagar Highway Limited .
- (xv) Includes **₹53.06 crore** (As at 31st March 2024: ₹9.41 crore) Escrow cum Trust and Retention Account, flexi accounts and deposits linked with Escrow cum Trust and Retention Account in respect of Ircon Renewable Power Limited.

**14.5 Current Financial Assets – Loans**

(₹ in crore)

Particulars	As at 31st March 2025	As at 31st March 2024
<b>A. Considered Good : Secured</b>		
Staff Loans and Advances	0.01	0.02
<b>B. Considered Good : Unsecured</b>		
Staff Loans & Advances	1.56	0.90
<b>Total</b>	<b>1.57</b>	<b>0.92</b>

**Foot Note:**

- (i) Loan or advances in the nature of Loans granted to related parties:

(₹ in crore)

Particulars	As at 31st March 2025		As at 31st March 2024	
	Amount of loan or advance in the nature of loan outstanding*	% of total Loans and Advances in the nature of loans^	Amount of loan or advance in the nature of loan outstanding*	% of total Loans and Advances in the nature of loans^
Loan to Promoters	–	–	–	–
Loan to Directors	–	–	–	–
Loan to KMPs	–	–	–	–
Loan to Related parties	–	–	–	–
<b>Total</b>	<b>–</b>	<b>–</b>	<b>–</b>	<b>–</b>

\* represents loan or advance in the nature of loan

^ represents percentage to the total Loans and Advances in the nature of loans

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

### 14.6 Current Assets – Other Financial Assets

(₹ in crore)

Particulars	Foot Note	As at 31st March 2025	As at 31st March 2024
<b>Considered Good :</b>			
<b>Security Deposits</b>			
– Government Departments		11.63	5.41
– Others		70.25	126.21
<b>Contract Asset:</b>			
– Billable Revenue / Receivable not due	(i) (a) & (b)	343.81	246.80
– Construction Work in Progress (At realisable value)	(i) (b)	1,088.73	873.48
– Construction cost incurred in terms of SCA	(ii)	172.66	99.59
– Retention Money with Client	(iii)	134.69	136.66
– Money Withheld by Client	(iii)	346.62	319.22
Earnest Money Deposit		1.05	1.11
Fixed deposits having remaining maturity of less than 12 months	(iv)	0.32	3.31
<b>Interest Accrued on :</b>			
– Advance to Staff	(v)	0.09	0.07
– Loans to Related Parties		16.35	14.54
– Advances to Rail Land Development Authority (RLDA)		10.88	9.56
– Deposits with Banks		58.45	73.21
– Bonds and Government Securities		7.62	7.63
<b>Share Application Money pending Allotment :</b>			
Indian Railway Stations Development Corporation Limited – 301 equity shares of ₹10 each (31 March 2024 : 301)		–	–
Other Recoverable :			
(a) Recoverable from Related Parties (Joint Ventures)			
– International Metro Civil Contractor		3.58	3.53
– Metro Tunnelling Group		0.75	1.76
– IRCON – AFCON JV		–	0.42
– Chhattisgarh East Railway Limited		0.65	0.39
– Bastar Railway Private Limited		0.02	0.02
– Mahanadi Coal Railway Limited		3.81	3.35
– Jharkhand Central Railway Limited		0.10	0.08
– Express Freight Consortium		3.08	2.64
(b) Recoverable from Rail Land Development Authority (RLDA)		4.64	4.64
(c) Claims Recoverable from Clients		29.68	35.71
(d) Advance Lease Rent		0.12	0.14
(e) Interest Recoverable on Financial Asset under SCA		28.69	30.94
(f) Others		3.94	10.23
<b>Considered Doubtful :</b>			
<b>Security Deposits</b>			
– Government Departments		0.01	0.01
– Others		0.05	0.12
Earnest Money Deposit		0.16	0.16
<b>Contract Asset:</b>			
– Retention Money with Client		4.28	4.28
– Money Withheld by Client		2.10	2.67
– Billable Revenue / Receivable not due		8.69	4.57
Recoverable from Ircon Soma Tollway Pvt. Ltd.		0.05	0.05
Recoverable from Rail Land Development Authority (RLDA)		25.81	25.81
Claims Recoverable from Clients		8.40	7.87
Less : Impairment allowance for doubtful financial assets		(49.55)	(45.54)
<b>Total</b>		<b>2,342.21</b>	<b>2,010.65</b>



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

#### Foot Notes : –

- (i) (a) Includes Value of work amounting to **₹275.30 crore** (As at 31st March 2024 : ₹201.20 crore) certified by client, but not billed by reporting date.  
(b) Includes Receivables from related parties **₹312.70 crore** (As at 31st March 2024 : ₹196.19 crore) and are disclosed in Note : 37 (c) 4.2(a)
- (ii) Construction Cost pertains to the Highway being made by the Group under Hybrid Annuity Model (HAM).
- (iii) Includes Receivables from related parties **₹47.58 crore** (As at 31st March 2024 : ₹58.71 crore) and are disclosed in Note : 37 (c) 4.2 (b)
- (iv) Includes **₹0.32 crore** (31st March 2024: ₹3.31 crore) fixed deposit with bank against BG pledged against various projects/Statutory Authorities in respect of Ircon Infrastructure and Services Limited, a subsidiary company.
- (v) Debts due by officers of the company, firms in which any director is a partner or private company in which any director is a member except JVs and Subsidiaries are Nil (31st March 2024 : ₹Nil). Further, interest accrued on advance to Director is **Nil** (31st March 2024 : Nil).

### 15. Current Tax Assets (Net)

(₹ in crore)

Particulars	As at 31st March 2025	As at 31st March 2024
Taxes Paid including TDS & Advance Tax (Net of Provision for Tax)	108.46	72.54
<b>Current tax Assets (Net)</b>	<b>108.46</b>	<b>72.54</b>

### 16. Other Current Assets

(₹ in crore)

Particulars	As at 31st March 2025	As at 31st March 2024
<b>Considered Good</b>		
<b>Advances Other than Capital Advances</b>		
Advances to Contractors against Material and Machinery	139.00	106.01
Advances to Contractors, Suppliers and Others	774.84	1,085.40
Advance Recoverable from:		
– Sales Tax (including TDS)	320.17	320.23
Less : Deposited under Protest	(217.05)	(217.05)
– Value Added Tax	68.40	69.52
– Goods & Services Tax*	1,164.99	1,123.68
– Building Cess	0.81	2.07
– Service Tax Input Credit	–	–
Security Deposits	45.07	45.09
Deferred project mobilisation cost	10.35	12.39
Project Construction Cost	29.93	22.63
<b>Interest Accrued on:</b>		
– Deposits & Advances with Contractors, Suppliers & Others	62.88	66.42
Prepaid Expenses	8.41	26.71
Fair Valuation Adjustment	0.04	0.03
Others	0.01	–
<b>Considered Doubtful :</b>		
Advances to Contractors, Suppliers and Others	16.99	16.99
Sales Tax (including TDS)	30.00	30.00
Value Added Tax	9.87	9.87
Less: Impairment allowance for doubtful advances	(56.86)	(56.86)
<b>Total</b>	<b>2,407.85</b>	<b>2,663.13</b>

\*Note: Includes Goods and Services Tax deposited for **₹0.56 Crore** (FY 2023–24: Nil) under dispute.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

### 17. Assets held for sale

(₹ in crore)

Particulars	Foot Note	As at 31st March 2025	As at 31st March 2024
Assets held for sale	(i) & (ii)	-	-
<b>Total</b>		<b>-</b>	<b>-</b>

#### Foot Note:

- (i) Property, Plant & Equipment classified as Held for Sale during the reporting period was measured at the lower of its carrying amount and fair value less costs to sell at the time of re-classification. Accordingly, impairment loss of Nil (FY 2023-24 : Nil) has been provided for.
- (ii) During the Financial Year 2023-24, two machinery in Northern Region was transferred to Property, Plant & Equipment upon criteria stated by Ind AS 105 "Non current assets held for sale" are no longer met.

### 18. Equity Share Capital

(₹ in crore)

Particulars	As at 31st March 2025	As at 31st March 2024
<b>Authorised Share Capital</b>		
200,00,00,000 Equity shares of ₹2 each		
(200,00,00,000 Equity shares of ₹2 each as at 31st March 2024)	400.00	400.00
	<b>400.00</b>	<b>400.00</b>
<b>Issued/Subscribed and Paid up Capital</b>		
94,05,15,710 Equity shares of ₹2 each-fully paid		
(94,05,15,710 Equity shares of ₹2 each-fully paid as at 31st March 2024)	188.10	188.10
	<b>188.10</b>	<b>188.10</b>

#### (a) Details of Shareholders holding more than 5% of fully paid-up equity shares:

Name of the shareholder	As at 31st March 2025		As at 31st March 2024	
	No. of Share	% holding in the class	No. of Share	% holding in the class
Government of India in the name of the President of India and Government nominees	61,29,28,392	65.17%	61,29,28,392	65.17%

#### (b) Aggregate no. of equity shares issued as bonus, shares issued for consideration other than cash and shares bought back during the period of five years immediately preceding the reporting date

	As at 31st March 2025	As at 31 March 2024	As at 31 March 2023	As at 31 March 2022	As at 31 March 2021	As at 31 March 2020
	No. of Share	No. of Share	No. of Share	No. of Share	No. of Share	No. of Share
Equity shares allotted other than cash	-	-	-	-	-	-
Equity shares issued as bonus shares	-	-	-	47,02,57,870	-	-
Equity shares Buy Back	-	-	-	-	-	-
<b>Total</b>	<b>-</b>	<b>-</b>	<b>-</b>	<b>47,02,57,870</b>	<b>-</b>	<b>-</b>

**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS****For The Year Ended 31<sup>st</sup> March 2025****(c) Terms / Rights attached to Equity Shares :****(i) Voting**

The Group has only one class of equity shares having a par value of ₹2 per share. Each holder of equity share is entitled to one vote per share.

**(ii) Liquidation**

In the event of liquidation, the holders of equity shares will be entitled to receive remaining assets of the Group, after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

**(iii) Dividend**

The dividend proposed by the Board of Directors is subject to the approval of the shareholders in ensuing Annual General Meeting.

**(d) Reconciliation of the number of equity shares and share capital outstanding at the beginning and at the end of the year**

Particulars	As at 31st March 2025		As at 31st March 2024	
	No. of shares	₹ in crore	No. of shares	₹ in crore
Issued/Subscribed and Paid up equity Capital outstanding at the beginning of the year	94,05,15,740	188.10	94,05,15,740	188.10
Add: Bonus Shares Issued during the year	–	–	–	–
Issued/Subscribed and Paid up equity Capital outstanding at the end of the year	94,05,15,740	188.10	94,05,15,740	188.10

**(e) Details of shares held by promoters/promoter group**

Sl. No.	Promoter Name	Shares held by Promoter as at 31st March, 2025			Shares held by Promoter as at 31st March, 2024		
		No. of shares	% of total shares	% change during the year*	No. of shares	% of total shares	% change during the year
1.	Government of India in the name of the President of India and Government nominees	61,29,28,392	65.17%	0.00%	61,29,28,392	65.17%	8.01%

\* During the financial year 2023-24, the promoter has divested their stake through "Offer for Sale" of 7,53,73,258 equity shares in the holding company which is 8.01% of the issued/subscribed and paid up capital of the Company.

**19. Other Equity**

(₹ in crore)

Particulars	As at 31st March 2025	As at 31st March 2024
Retained Earnings	2,822.79	2,372.83
General Reserve	3,284.64	3,284.64
Capital Redemption Reserve	4.93	4.93
Other Comprehensive Income	25.89	20.42
<b>Total</b>	<b>6,138.25</b>	<b>5,682.82</b>

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

#### i) Movement as per below:

##### (a) Retained Earnings

(₹ in crore)

Particulars	For the year ended 31st March 2025	For the year ended 31st March 2024
<b>Opening Balance</b>	<b>2,372.83</b>	<b>1,724.62</b>
Transfer from surplus in statement of profit and loss	727.41	929.57
Dividend declared and paid during the year	(122.27)	(112.86)
Interim Dividend	(155.19)	(169.29)
Re-measurement of defined benefit plans (net of tax)	0.04	1.31
Share of other comprehensive income/(expense) of joint ventures accounted for using the equity method (net of tax)	(0.01)	(0.01)
Share Issue Expenses/Payment of Fee for increase in Authorised Share Capital	(0.02)	(0.51)
<b>Closing Balance</b>	<b>2,822.79</b>	<b>2,372.83</b>

##### (b) General Reserve

(₹ in crore)

Particulars	For the year ended 31st March 2025	For the year ended 31st March 2024
<b>Opening and Closing Balance</b>	<b>3,284.64</b>	<b>3,284.64</b>

##### (c) Capital Redemption Reserve

(₹ in crore)

Particulars	For the year ended 31st March 2025	For the year ended 31st March 2024
<b>Opening and Closing Balance</b>	<b>4.93</b>	<b>4.93</b>

##### (d) Other Comprehensive Income

(₹ in crore)

Particulars	For the year ended 31st March 2025	For the year ended 31st March 2024
<b>Opening Balance</b>	<b>20.42</b>	<b>9.20</b>
Exchange loss reclassified to profit and loss	–	13.04
Foreign Currency Translation (net of tax) during the year	5.47	(1.82)
<b>Closing Balance</b>	<b>25.89</b>	<b>20.42</b>
<b>Grand Total (a+b+c+d)</b>	<b>6,138.25</b>	<b>5,682.82</b>

#### ii) Nature and Purpose of Other Reserves:

##### (a) Retained Earnings

Retained Earnings represents the undistributed profits of the Group.

##### (b) General Reserve

General Reserve represents the statutory reserves, this is in accordance with Corporate Law wherein portion of profit is apportioned to General Reserve. Under Companies Act, 2013, the transfer of any amount to General Reserve is at the discretion of the Group.

##### (c) Capital Redemption Reserve

The Holding Company has created Capital Redemption Reserve out of the profits after Buy Back of shares on 26<sup>th</sup> December 2017.

##### (d) Other Comprehensive Income

Other Comprehensive Income represents balance arising on account of exchange difference on translation of foreign operations.

**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS****For The Year Ended 31<sup>st</sup> March 2025****iii) Dividend Distribution**

(₹ in crore)

Particulars	As at 31st March 2025	As at 31st March 2024
<b>Cash dividends on equity shares declared / paid:</b>		
Final Dividend of FY 2023-24 paid during FY 2024-25: INR 1.30 per share (Final Dividend of FY 2022-23 paid during FY 2023-24: INR 1.20 per share)	122.27	112.86
Interim dividend paid during 2023-24: INR 1.65 per share (FY 2023-24: INR 1.80 per share )	155.19	169.29
	<b>277.46</b>	<b>282.15</b>

**iv) Dividends not recognised at the end of the reporting year**

(₹ in crore)

Particulars	As at 31st March 2025	As at 31st March 2024
Final dividend recommended by the Board of Directors, subject to the approval of shareholders in the ensuing Annual General Meeting :		
Dividend for 31 March 2025: INR 1.00 per share (31 March 2024: INR 1.30 per share)	94.05	122.27
<b>Total</b>	<b>94.05</b>	<b>122.27</b>

**19A. Non-controlling interest**

(₹ in crore)

Particulars	For the year ended 31st March 2025	For the year ended 31st March 2024
<b>Opening Balance</b>	<b>35.18</b>	<b>13.13</b>
Share of Equity Share Capital	-	-
Share of Deemed Equity (Interest free loan)	-	22.11
Share of profit/ (loss) for the year	0.42	(0.06)
Share of Other Comprehensive Income for the year	-	-
<b>Closing Balance</b>	<b>35.60</b>	<b>35.18</b>

**Non-Current Liabilities – Non-Current Financial Liabilities****20.1 Non-Current Financial Liabilities – Borrowings**

(₹ in crore)

Particulars	As at 31st March 2025	As at 31st March 2024
<b>Secured:</b>		
<b>Term Loan From Banks:</b>		
Loan From Punjab National Bank {Refer Foot Note (A) below}	252.12	275.04
Loan From Bank of Baroda {Refer Foot Note (A) below}	1,582.64	1,033.79
Loan From Indian Overseas Bank {Refer Foot Note (A) below}	196.51	196.51
Loan From State Bank of India {Refer Foot Note (A) below}	648.93	580.13
Loan From Union Bank of India {Refer Foot Note (A) below}	579.82	125.04
<b>Letter of credit backed Bill discounting:</b>		
From Union Bank of India {Refer Foot Note (B) below}	665.62	246.17
<b>Unsecured:</b>		
<b>Debenture:</b>		
14% Optionally Convertible Debentures : 20,90,00,000 of ₹10 each (31st March 2024: Nil) {Refer Foot Note (C) below}	209.00	-
<b>Total</b>	<b>4,134.64</b>	<b>2,456.68</b>



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

### Foot Notes :

#### A) Details of Repayment terms, Rate of Interest and Security disclosure :

##### Secured borrowings from banks:

**Loan from Punjab National Bank (Pertaining to Ircon Davanagere Highway Limited)**

**Sanction :- ₹502.76 Crore**

##### 1. Terms and Conditions

- (i) Interest rate to be charged on loan shall be at 1 Month MCLR +0.30% as applicable subject to change from time to time. Presently, the applicable Interest rate is 8.80% p.a.
- (ii) Repayment period will be 10 years and 6 months (Starting w.e.f 24.04.2021 and last instalment on 24.07.2031).
- (iii) Term loan shall be repaid in 42 Quarterly instalments starting from 24th April 2021.
- (iv) Interest shall be paid as and when due.
- (v) Term Loan to be backed by unconditional & irrevocable corporate guarantee of holding Company (rated CARE AAA) upto receipt of 1st annuity from NHAI or COD plus 180 days whichever is later.

##### 2. Details of Security:

- (a) First charge by way of hypothecation of all fixed asset/ movable assets of the subsidiary company (Other than project assets; Except those acquired out of the free flow of the company in operation phase) and being informed from time to time to lender.
- (b) First charge on the book debts of the project, Operating cash flow, Receivables, Commission, Revenues of whatsoever nature and wherever arising, Present and future intangibles, goodwill and uncalled capital (Present and future).
- (c) A first charge on projects bank account, including but not limited to the escrow account opened in designated bank, where all cash inflow from the project shall be deposited and proceeds shall be utilised in a manner and priority to be decided by lender and investors.
- (d) Assignment of all group's rights and interest under all the agreement related to project, letter of credit (if any), and guarantee and performance bond provided by any party for any contract related to the project in favor of borrower.
- (e) Substitution agreement executed by authority on behalf of lender for the facility.
- (f) Assignment of all applicable insurance policies.
- 3) There has been no default in repayment of any of the loans or interest thereon as at the end of the year.
- 4) The Subsidiary Company is not required to submit any quarterly statement as per sanctioned terms.
- 5) The Subsidiary Company has used the borrowings from banks for the purposes for which they were taken.

**Loan From Bank of Baroda (Pertaining to Ircon Vadodara Kim Expressway Limited)**

**Sanction :- ₹724.12 Crore**

##### 1) Terms and Conditions

- (i) Interest rate to be charged on the loan was revised from Bank of Baroda 1 month MCLR without Strategic Premium to Bank of Baroda overnight MCLR without Strategic Premium plus 0.09% w.e.f. 27.09.2023. Presently 8.24% p.a. payable on Monthly rests as at 31.03.2025.
- (ii) Moratorium of 7 months from the date of COD. The subsidiary company achieved provisional completion certificate i.e. Provisional COD. On request of the subsidiary company, Bank of Baroda made the subsequential shift in repayment schedule on 01.11.2022. The next repayment Schedule has started w.e.f 28.03.2024 and last installment on 28.03.2033.
- (iii) Term loan shall be repaid in 21 half yearly instalments of ₹34.48 crore each.
- (iv) Interest shall be paid as and when debited.
- (v) Corporate Guarantee of the Promoter i.e. Holding Company (AAA Rated) has been released by Bank of Baroda vide No Objection Letter dated 25.05.2023.

##### 2. Details of Security:

- (a) A first mortgage and charge in favour of the Lenders/Security Agent for the benefit of the Lenders in a form satisfactory to the Lenders, of all the Borrower's immovable properties, if any both present and future, save and except Project Assets; a first charge in favour of Lender/ Security Agent for the benefit of the Lenders of all the Borrower's moveable properties, both present and future, save and except the Project Assets.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

- (b) A first charge on all the Borrower's tangible movable assets, including movable plant and machinery, machinery spares, tools and accessories, furniture, fixtures, vehicles, all other movable assets and current assets, both present and future, save and except the Project Assets.
- (c) A first charge on all the bank accounts including but not limited to the Escrow Account opened in a designated bank and DSRA to be established by the subsidiary company, where all cash flows from the Project shall be deposited, and the sub Account (or any account in substitution thereof) that may be opened in accordance with this agreement and supplementary Escrow Agreement or any other Project Agreement, provided such first charge shall only be to the extent permitted as per the waterfall of priorities prescribed under Escrow Agreement and Concession Agreement;
- (d) A first charge on all revenues and receivables of the Borrower from the Project or Otherwise, Project's book debts, operating cash flows, commissions or revenues of whatever nature, after such revenues and receivables are deposited in the Escrow Account. Provided that such charge as mentioned herein shall arise only after the proceeds and/or realization on any such revenues and receivables are credited to and enters the Escrow Account and thereafter shall only be utilized to the extent permitted as per the waterfall priorities under the Escrow Agreement and Concession Agreement
- (e) Assignment of contractor guarantees, liquidated damages, letter of credit, guarantee or performance bond that may be provided by any counter party under any project agreement or contract in favor of subsidiary company and insurance policies etc.;
- (f) A first charge by way of assignment/agreement in favor of lenders over all the rights, title and interests of the Borrowers related to the Project from all contracts, insurances, licenses in to and under all Project Agreement (including the Concession Agreement) to which the Borrower is party to including contractor guarantees, liquidated damages, letter of credit, performance bond, guarantee and all other contracts relating to the Project, provided such charge shall be limited to and to arise to the extent provided under Substitution Agreement;
- (g) A first charge/assignment/ security interest on company rights under concession agreement in favor of lenders of all rights, title, interests, benefits, claims, uncalled capital and demands whatsoever of company in any letter of credit, performance bond, guarantee provided by any party to project documents;
- (h) A first charge on intangible assets of borrower but not limited to goodwill present and future save and except the Project Assets. Provided that any realization there of shall be credited to the Escrow Account and the charges as aforesaid shall be limited to the extent permissible under the water fall priorities of the Concession Agreement and the Escrow Agreement;
- (i) Assignment of all applicable insurance policies
- 3) There has been no default in repayment of any of the loans or interest thereon as at the end of the year.
- 4) The Subsidiary Company is not required to submit any quarterly statement as per sanctioned terms.
- 5) The Subsidiary Company has used the borrowings from banks for the purposes for which they were taken.

#### **Loan From Bank of Baroda (Pertaining to Ircon Akloli-Shirsad Expressway Limited)**

##### **Sanction :- ₹686.37 Crore**

The Subsidiary Company has entered into a term loan agreement during the financial year 2022-23 with Bank of Baroda to finance the project for an amount of ₹686.37 crore. During the financial year 2024-25, disbursement of ₹200.00 crore (31 March 2024: ₹125 crore) has been received. The terms and conditions and detail of security are as under:

##### **1) Terms and Conditions:**

- (i) Interest rate to be charged on loan shall be Overnight MCLR without Strategic Premium +0.09% with monthly rest. Presently, applicable interest rate is 8.24 % p.a.
- (ii) Moratorium of 6 months from the date of PCOD/COD.
- (iii) Term Loan shall be repayable in 26 structured semi-annual instalments commencing after 6 months end (moratorium) in which COD/ PCOD is achieved.
- (iv) Interest shall be paid as and when debited. MCLR/Spread shall be subject to reset as and when it changes.
- (v) Corporate Guarantee of the Holding Company (AAA Rated) shall be available till the receipt of 1st annuity from NHAI or COD + 180 days, whichever is later.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

#### 2) Details of Security:

The facility together with all interest, fees, commission and other monies whatsoever stipulated and due to the lender shall be secured, to the extent permitted under the Concession Agreement by:

- (a) A first mortgage and charge on all the Borrower's immovable properties (if any), both present and future, save and except Project Assets;
  - (b) A first charge on all the Borrower's tangible movable assets, including movable plant and machinery, machinery spares, tools and accessories, furniture, fixtures, vehicles and all other movable assets, both present and future, save and except the Project Assets;
  - (c) A first charge over all accounts of the Borrower including the Escrow Account and Sub-accounts (or any account in substitution thereof) that may be opened in accordance with the Concession Agreement, Facility Agreement, Escrow Agreement and the Supplementary Escrow Agreement or any of the other Project Documents and all funds from time to time deposited therein, the Receivables and or other securities, provided that the same being applied to the extent of waterfall of priority of payments as specified in the Concession Agreement and the Escrow Agreement and not beyond that; and all the charge over the Receivables shall be enforceable by the Senior Lenders for the purpose of ensuring that the Receivables are credited to the Escrow Account for the purpose of being applied to the extent of waterfall of priority of payments as specified in the Concession Agreement and the Escrow Agreement and not beyond that.
  - (d) A first charge over all intangible assets of the Borrower including but not limited to goodwill, rights, undertakings, and uncalled capital present and future excluding the Project Assets (Provided that all the amount received on account of any of these shall be deposited in the Escrow Account and the charges on the same shall be subject to the extent permissible as per priority specified in the Concession Agreement and the Escrow Agreement). Further, a charge on the uncalled capital, as set in above, shall be subject however to the provisions of Concession Agreement:
  - (e) A first charge or assignment by way of Security in :
    - all the right, title, interests, benefits, claims and demands whatsoever of the Borrower in, to and under the Project Documents;
    - the right, title, interests, benefits, claims and demands whatsoever of the Borrower in, to and under all the Approvals;
    - all the right, title, interests, benefits, claims and demands whatsoever of the Borrower in, to and under any letter of credit, guarantees including contractor guarantees and liquidated damages and performance bond provided by any party to the Project Documents; and
    - all the right, title, interests, benefits, claims and demands whatsoever of the Borrower in, to and under all the Insurance Contracts;
  - (f) DSRA: DSRA for to 3 month's interest and one principal instalment.
  - (g) The entire Security (including execution of Escrow and Substitution agreement) shall be created upfront prior to the disbursement and perfected prior to disbursement.
- 3) There has been no default in repayment of any of the loans or interest thereon as at the end of the year.
  - 4) The Subsidiary Company is not required to submit any quarterly statement as per sanctioned terms.
  - 5) The Subsidiary Company has used the borrowings from banks for the purposes for which they were taken.

#### Loan From Indian Overseas Bank (Pertaining to Ircon Gurgaon Rewari Highway Limited)

**Sanctioned Amount:-** The limits sanctioned for the project was ₹309.68 ( in crore) w.e.f sanctioned letter received on 12.05.2021 from Indian Overseas Bank; but amount of ₹196.51 crore are disbursed from the sanctioned amount but no disbursement is received in FY 2024-25.

Further, the subsidiary company has registered the charge on its assets with the Registrar of Companies as required under the loan sanction and as per the provisions of Companies Act 2013.

#### 1) Terms and Conditions

- (i) The loan is repayable in 21 structured half yearly instalments in 10.5 years which shall commence after 6 months (moratorium) from the date of Commissioning (COD).

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

- (ii) Interest rate shall be on one month MCLR (8.50%) +0.15% Spread i.e. 8.65% p.a. subject to change based on MCLR.

#### 2. Details of Security:

- 1) Term Loan is backed by unconditional & irrevocable corporate guarantee of the holding company.
- 2) The loan is further secured by
  - a) Exclusive charges by way of hypothecation of all Property, Plant and Equipment/ movable assets of the company
  - b) Exclusive charge on the project's book debts, operating cash flows, receivables, commission, revenues of whatsoever nature and wherever arising, present and future intangibles, goodwill, uncalled capital (Present and future);
  - c) Exclusive charge on projects bank account, including but not limited to the escrow account, where all cash inflows from the project shall be deposited and all proceeds shall be utilised in a manner and priority to be decided by the bank/ investors
  - d) Assignment of all subsidiary company's rights and interest under all the agreements related to project, letter of credit(if any), and guarantee and performance bond provided by any party for any contract related to the project in favour of lender."
- 3) There has been no default in repayment of any of the loans or interest thereon as at the end of the year.
- 4) The Subsidiary Company is not required to submit any quarterly statement as per sanctioned terms.
- 5) The Subsidiary Company has used the borrowings from banks for the purposes for which they were taken. At the end of FY 2023-24, the subsidiary company has availed loan of ₹80 crore out of which ₹79 crore has been temporarily parked in FDR and carried forward to next year for utilisation for the intended purpose.

#### **Loan From Bank of Baroda (Pertaining to Ircon Ludhiana Rupnagar Highway Limited)**

##### **Sanction :- ₹570.82 Crore**

The Bank of Baroda (BOB) has sanctioned the term loan of ₹570.82 crore. Term loan of ₹247.15 crore disbursed during the FY 2024-25 (FY 2023-24: ₹197.00 crore).

#### **1. Terms and Conditions**

- (i) Interest rate to be charged on loan shall be MCLR Plus spread of 0.09% with monthly rest. Presently, the applicable interest rate is 8.24% p.a.
- (ii) Moratorium of 6 months from the date of PCOD/COD.
- (iii) Term Loan shall be repayable in 26 structured half-yearly installments, with the first repayment starting from the end of 6 months from the SCOD or COD whichever is earlier.
- (iv) Interest shall be paid monthly basis on the last of calendar month.
- (v) Corporate Guarantee of the Promoter i.e. holding company (AAA Rated) shall be available till the receipt of 1st annuity from NHAI or COD + 180 days, whichever is later.

#### **2. Details of Security:**

The Facility together with all interest fees, commission and other monies whatsoever stipulated and due to the lender shall be secured, to the extent permitted under the Concession Agreement, by:

- (a) A first mortgage and charge on all the Borrower's immovable properties (if any), both present and future, save and except the Project Assets;
- (b) First charge on all the Borrower's tangible moveable assets, including movable plant and machinery, machinery spares, tools and accessories, furniture, fixture, vehicles and all other movable assets, both present and future, save and except the Project Assets;
- (c) First charge over all accounts of the borrower including Escrow Account and the Sub-Accounts (or any account in substitution thereof) that may be opened in accordance with the Concession Agreement, Facility Agreement, Escrow Agreement and the Supplementary Escrow Agreement, or any of the other Project Documents and all funds from time to time deposited therein, the Receivables and or other securities, provided that;
  - The same being applied to the extent of waterfall of priority of payment as specified the Concession Agreement and the Escrow Agreement and not beyond that; and

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

- All the charge over the Receivables shall be enforceable by the Senior Lenders for the purpose of ensuring that the Receivables are credited to the Escrow Account for the purpose of being applied to the extent of waterfall of priority of payments are specified in the Concession Agreement and the Escrow Agreement and not beyond that.
- (d) First charge on all intangible assets of the Borrower including but not limited to goodwill, rights, undertakings and uncalled capital present and future excluding the Project Assets (provided that all amounts received on account of any of these shall be deposited in the Escrow Account and the charges on the same shall be subject to the extent permissible as per priority specified the Concession Agreement and Escrow Agreement). Further, a charge on uncalled capital, as set in above, shall be subject however to the provisions of the concession Agreement;
- (e) First charge or assignment by way of Security in;
  - All the right, title, interests, benefits, claims and demands whatsoever of the borrower in, to and under the Project Documents;
  - The right, title, interests, benefits, claims, and demands whatsoever of the Borrower in, to and under all the Approvals
  - All the right, title, interest, benefits, claim and demands whatsoever of the Borrower in, to and under any letter of credit, guarantees including contractor guarantees and liquidated damages and performance bond provided by any party to the Project Documents; and
  - All the rights, title, interests, benefits, claims and demands whatsoever of the Borrower in, to and under all the insurance Contacts:
- 3) There has been no default in repayment of any of the loans or interest thereon as at the end of the year.
- 4) The Subsidiary Company is not required to submit any quarterly statement as per sanctioned terms.
- 5) The Subsidiary Company has used the borrowings from banks for the purposes for which they were taken.

#### **Loan From Bank of Baroda (Pertaining to Irrcon Bhoj Morbe Expressway Limited)**

##### **Sanction :- ₹823.39 Crore**

The Subsidiary Company has entered into a term loan agreement during the financial year 2022-23 with Bank of Baroda (BOB) to finance the project for an amount of ₹823.39 crore. During the financial year 2024-25, disbursement of ₹181.98 crore (FY 2023-24: ₹129.37 crore) has been received. The terms and conditions and detail of security are as under:

##### **Terms and Conditions:**

- (i) Interest rate to be charged on loan shall be Overnight MCLR +0.09% p.a. The MCLR on the date of 1st Disbursement shall be applicable. Interest to be serviced as and when debited. Presently, the applicable interest rate is 8.24% p.a.
- (ii) Term Loan shall be repayable in 26 structured half-yearly installments, commencing after 6 months end (moratorium) in which COD/PCOD is achieved..
- (iii) Interest shall be paid monthly basis on the last of calendar month.
- (iv) Corporate Guarantee of the Promoter i.e. holding company (AAA Rated) shall be available till the receipt of 1st annuity from NHAI or COD + 180 days, whichever is later.

##### **2) Details of Security:**

The credit facilities for the proposed project, all interest, fees, commission and other monies in respect there of shall be secured, of and to the extent permitted under the Concession Agreement by:

- a) First mortgage & charge on all the Borrower's movables properties (if any), both present and future, save and except the Project Assets:
- b) First charge on all the Borrower's tangible moveable assets, including movable plant and machinery spares, tools and accessories, furniture, fixtures, vehicles and all other movable assets, both present and future save and except the Project Assets:



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

- c) First charge over all accounts of the Borrower including the Escrow Account and the Sub- Accounts (or any account in substitution there of )that may be opened in accordance with the Concession Agreement, Facility Agreement, Escrow Agreement and the Supplementary Escrow Agreement, or any of the other Project Documents and all funds from time deposited therein, the receivables and or other securities, provided that
  - the same being applied to the extent of waterfall of priority of payments specified the concession Agreement and the Escrow Agreement and not beyond that: and
  - all the charge over the Receivables shall be enforceable by the Senior Lenders for the purpose of ensuring that the Receivables are credited to the Escrow Account for the purpose of Being applied to the extent of waterfall of priority of payment as specified in the Concession Agreement and the Escrow Agreement and not beyond that."
- d) First charge on all intangibles of the Borrower, including but not limited to goodwill, rights, undertaking and uncalled capital present and future excluding the project Assets (provided that all amounts received on accounts of any of theses shall be deposited in the Escrow Account and the charges on the same shall be subject to the extent permissible as per priority specified the Concession Agreement and Escrow Agreement).
- e) A first charge/assignment by way of Security in
  - all the right title interests, benefits, claims, and demands whatsoever of the Borrower in to and the Project Document:
  - the right , title interests, benefits, claims, and demands whatsoever of the Borrower in to and under all the Approvals:
  - all the right , title , interests benefits, claims and demands whatsoever of the Borrower in to and under any letter of Credit guarantees including contractor guarantees and liquidated damages and performance bond provided by any party to the project documents and:
  - all the right, title, interests, benefits, claims, and demands whatsoever of the Borrower in to and under all the Insurance Contracts."
- 3) There has been no default in repayment of any of the loans or interest thereon as at the end of the year.
- 4) The Subsidiary Company is not required to submit any quarterly statement as per sanctioned terms.
- 5) The Subsidiary Company has used the borrowings from banks for the purposes for which they were taken.

#### **Loan From State Bank of India (Pertaining to Ircon Shivpuri Guna Tollway Limited)**

##### **Sanction :- ₹501 Crore**

The Subsidiary Company has entered into a term loan agreement with State Bank of India (SBI) to finance the project for an amount of ₹501 Crore. The terms and conditions and detail of security are as under:

##### **1) Terms and Conditions**

- (i) Term Loan shall be repaid in 11.5 years upto 30.09.2033, in quarterly instalments as per the schedule mentioned in the Loan agreement.
- (ii) The Applicable Interest rate is base rate of SBI 3 month MCLR plus spread of 0.25% w.e.f 28.03.2022.
- (iii) An unconditional corporate guarantee by the promoter in favour of the Security trustee and an irrevocable and unconditional undertaking from the Promoter, to cover any shortfall in the loan and other conditions as mentioned in the Loan agreement dated 17.02.2022

##### **2) Details of Security:**

As per clause 12 of the Loan agreement, the securities for the Loan extended are mentioned in brief as under :

- (a) first charge on all the Borrower's tangible movable assets pertaining to the Project;
- (b) a first charge over all accounts of the Borrower pertaining to the Project including the Escrow Accounts and the sub-accounts (or any account in substitution thereof) or any other bank account that may be opened in accordance with this Agreement ;

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

- (c) a first charge on all intangibles assets pertaining to the Project including but not limited to goodwill, rights, undertaking and uncalled capital present and future ;
- (d) Assignment/Charge by way of Security in the following, both present and future:
  - (i) all the right, title, interest, benefits, claims and demands whatsoever of the Borrower in the Project Documents;
  - (ii) the right, title and interest of the Borrower in, to and under all the Clearances;
  - (iii) all the right, title, interest, benefits, claims and demands whatsoever of the Borrower in any letter of credit, guarantee including contractor guarantees and liquidated damages and performance bond provided by any party to the Borrower pursuant to the Project Documents;
  - (iv) all the right, title, interest, benefits, claims and demands whatsoever of the Borrower under all Insurance Contracts pertaining to the Project;
- 3) There has been no default in repayment of any of the loans or interest thereon as at the end of the year.
- 4) The Subsidiary Company is not required to submit any quarterly statement as per sanctioned terms.
- 5) The Subsidiary Company has used the borrowings from banks for the purposes for which they were taken.

#### **Loan From State Bank of India (SBI) (Pertaining to Irrcon Haridwar Bypass Limited)**

##### **Sanction :- ₹447.61 Crore**

SBI has sanctioned rupee term loan of ₹447.61 crore including mobilisation advance bank guarantee of ₹94.71 crore as sub limit of rupee term loan of ₹447.61 crore . During the financial year 2024-25, SBI has disbursed term loan of ₹104.01 crore (FY 2023-24: ₹112.97 crore) . The terms and conditions and detail of security are as under:

##### **1) Terms and Conditions:**

- (i) Interest rate to be charged on loan shall be 3M MCLR Plus spread of 0.00% with monthly rest. Presently, the applicable interest rate is 8.55% p.a.
- (ii) Moratorium of 6 months from the date of SCOD/COD whichever is earlier
- (iii) Term Loan shall be repayable in 24 structured half-yearly installments, with the first repayment starting from the end of 12 months from the SCOD or COD whichever is earlier.
- (iv) Interest shall be paid monthly basis on the last of calendar month.

##### **2) Details of Security:**

The credit facilities for the proposed project, all interest, fees, commission and other monies in respect thereof shall be secured, of and to the extent permitted under the Concession Agreement by:

- a) First charge on all the Borrower's movables (except Project Assets), including movable plant and machinery, furniture, fixtures, vehicles and all other movable assets, machinery spares, tools and accessories, both present and future.
- b) First hypothecation/charge and assignment of all monies lying the Escrow Account into which all the investments in the Project and all Project revenues, Receivables, shortfall to be received, Cash and Insurance Proceeds are to be deposited provided that such charge over the Escrow Account shall only be to the extent permissible as per the water fall of priorities specified in the Concession Agreement and Escrow Agreement.
- c) First charge on all the Borrower's bank accounts including without limitation the Escrow Account, Debt Service Reserve Account and each of other accounts required to be created by the Borrower under any Project Document or contract, provided that the charge shall only be to the extent of water fall of the priorities as provided in the Escrow Agreement.
- d) First charge on all intangibles (other than Project Assets) of the Borrower, including but not limited to goodwill, uncalled capital, and intellectual property rights, both present and future.
- e) A first charge/assignment of all the rights, title, interests, benefits, claims and demands of the Borrower, both present and future, in :
  - Concession Agreement and other Project Documents and Clearances,

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

- letter of credit, guarantee (including contractor guarantees) and liquidated damages (including Contractual Damages) and performance bond provided by any Project Participant under Project Documents; and
  - all Insurance Contracts.
- f) Charge on Unsecured Loans infused as Part of Promoter's Contribution.
  - g) Corporate Guarantee of Promoter i.e. Holding Company will be available till receipt of first annuity or 180 days from COD, whichever is later.
  - h) The Security such as assignment of project documents shall be created and perfected in favor of Security Trustee before first disbursement.
- 3) There has been no default in repayment of any of the loans or interest thereon as at the end of the year.
  - 4) The Subsidiary Company is not required to submit any quarterly statement as per sanctioned terms.
  - 5) The Subsidiary Company has used the borrowings from banks for the purposes for which they were taken.

#### **Loan From Union Bank of India (Pertaining to Ircon Renewable Power Limited)**

**Sanction :** Ircon Renewable Power Limited entered into a loan agreement with Union Bank of India to avail the credit facilities of ₹2,496.70 crore consisting of term loan of ₹2,078.20 crore, cash credit of ₹18.46 crore, performance Bank Guarantee of ₹213.00 Crore and forward contract limit of ₹187.04 Crore for the purpose of setting up of 500 MW Grid connected Solar PV Power Projects in India (Tranche-III) under Central Public Sector Undertaking (CPSU) Scheme Phase-II (Government Producer Scheme).

#### **1) Details of Terms and Conditions:**

##### **i) Interest Terms**

The Applicable rate of interest is 6 month MCLR on term loan effective from the date of disbursement and resetting in every 6 months and the cash credit on the basis of 1 year MCLR, performance bank guarantee attract interest @ 0.05%+GST

##### **ii) Terms of Repayment**

Term Loan shall be repaid in 77 structured quarterly installment beginning from 30.09.2026 and ending on 30.09.2045 as mentioned in the Loan agreement.

#### **2) Details of Security:**

As per Loan agreement, the securities for the Loan are mentioned in brief as under :

- (a) first charge by way of mortgage on the freehold/leasehold right of the borrower on entire immovable properties pertaining to the project;
- (b) a first charge by way of hypothecation of entire movable properties of the Borrower, both present and future, including movable plant and machinery, machinery spares, tools and accessories, furniture, fixtures, vehicles, raw material, stock in trade, inventory and all other movable properties of whatsoever nature;
- (c) a first charge on the entire cash flows, receivables, book debts and revenues of the borrower, of whatsoever nature and wherever arising, both present and future;
- (d) a first charge on entire intangible assets of the borrower, including but not limited to, goodwill and uncalled capital, intellectual property, both present and future;
- (e) a first charge by way of hypothecation, as the case may be of
  - (i) all the rights, title, interest, benefits, claims and demands whatsoever of the borrower in the project documents (except the charge on transmission agreements with CTUIL for which consent from CTUIL will not be provided), all as amended, varied or supplemented from time to time;
  - (ii) subject to Applicable Law, all the rights, title, interest, benefits, claims and demands whatsoever of the borrower in the Clearances, and
  - (iii) all the rights, title, interest, benefits, claims and demands whatsoever of the borrower in any letter of credit, guarantee, performance, bond, bank guarantee provided by any party to the Project documents;
  - (iv) all the rights, title, interest, benefits, claims and demands whatsoever of the borrower under all Insurance Contracts;

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

- (f) a first charge on the Trust and Retention Accounts (TRA), Debts Service Reserve and any other reserves and other bank accounts of the Project wherever maintained except distribution sub-account.
- (g) a first charge on all monies receivable by Promoter from the borrower under the unsecured loans/sub-debt granted by promoter/sponsor to the Borrower brought in for the Promoter's Contribution.
- 3) There has been no default in repayment of any of the loans or interest thereon as at the end of the year.
- 4) The Subsidiary Company has used the borrowings from banks for the purposes for which they were taken.
- 5) The Subsidiary Company is not required to submit any quarterly statement as per sanctioned terms.

#### **Letter of credit backed Bill Discounting (LCBD) (Pertaining to Ircon Renewable Power Limited)**

During the current year, Union Bank of India has sanctioned a rupee term loan facility ₹2,078.20 crore to the Subsidiary Company, with a sub limit of Capex LC facility of ₹1,870.38 crore for making payments to the EPC contractors and module suppliers, wherein the Subsidiary Company is allowed to open capex LCs with an usance period of up to 3 years from the date of shipment and is also allowed to avail the LCBD facility either from the lender issuing the LC or any other lender (including the lender outside the consortium) to retire the LCs. Proceeds from LC bill discounting is being used to pay the supplier in full and interest on such amount being paid in advance through discounting of bill is borne by the Subsidiary Company till the end of usance period. On the expiry of LC usance period, rupee term loan disbursement from LC issuing bank shall be availed and discounting bank shall get paid.

#### **The Subsidiary Company has utilized the above facility for payment to be made to module suppliers with below terms and conditions:**

- (i) All in Interest cost of 7.4 % p.a. on bill discounting amounting to ₹218.37 crore (31st March 2024: ₹109.07 crore) shall be paid upfront in advance to the discounting bank ("Bank of India" and "IndusInd Bank") for the period starting from date of bill discounting and ending with date of expiry of Usance LC, i.e., till 1 year
- (ii) All in Interest cost of 7.34 % p.a. on bill discounting amounting to ₹260.17 crore (31st March 2024: ₹137.09 crore) shall be paid upfront in advance to the discounting bank ("IndusInd Bank") for the period starting from date of bill discounting and ending with date of expiry of Usance LC, i.e., till 1 year
- (iii) All in Interest cost of 7.20 % p.a. on bill discounting amounting to ₹50.22 crore (31st March 2024: Nil) shall be paid upfront in advance to the discounting bank ("Bank of India") for the period starting from date of bill discounting and ending with date of expiry of Usance LC, i.e., till 1 year;
- (iv) All in Interest cost of 7.25 % p.a. on bill discounting amounting to ₹102.58 crore (31st March 2024: Nil) shall be paid upfront in advance to the discounting bank ("IndusInd Bank") for the period starting from date of bill discounting and ending with date of expiry of Usance LC, i.e., till 1 year;
- (v) All in Interest cost of 7.30 % p.a. on bill discounting amounting to ₹34.27 crore (31st March 2024: Nil) shall be paid upfront in advance to the discounting bank ("Bank of India") for the period starting from date of bill discounting and ending with date of expiry of Usance LC, i.e., till 1 year;
- (vi) At the end of the Usance period under the LC, LC Bill Discounting shall be repaid to above banks through Rupee Term Loan to be availed from Union Bank of India.

#### **Terms and conditions of 14% Optionally Convertible Debentures**

- (i) The Group has entered into an Optionally Convertible Debenture Deed dated 05.07.2024 and 21.05.2024 with Ayana Renewable Power Private Limited for meeting capital expenditure in relation to the solar power plant for amount agreed under the financing plan with the Senior Lenders and as mentioned in the schedule of the deed.
- (ii) The deed has been entered for issue of unsecured Optionally Convertible Debentures ('OCD') bearing interest rate of 14% p.a.
- (iii) The accumulated interest outstanding which is due but not paid on the OCDs shall also carry an interest rate of 14% p.a. subject to the terms of the financing documents entered into by the Issuer with the Senior Lenders and with the approval of the Senior Lenders.
- (iv) The interest payable on the OCDs shall remain subordinate to the interest/principal payment of the Senior Loans and shall be paid only in compliance with the conditions of such Senior Loans.

**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS****For The Year Ended 31<sup>st</sup> March 2025**

- (v) Tenure of the OCD is 20 years from the date of issuance (Fixed Term), which maybe be extended (subject to Applicable Laws) to such date on which Senior Loans outstanding at the end of the Fixed Term are repaid.
- (vi) The redemption of OCDs shall be done at par value.
- (vii) The OCDs shall be subordinate to the Senior Loans and shall be redeemed only in compliance with the conditions of such Senior Loans.

Upon exercise of the conversion option by the holder of the OCDs, with prior written approval of the Senior Lenders, the holder of the OCDs shall have a right but not obligation to convert any and / or all the OCDs held by it into equity shares any time after the receipt of second tranche of VGF, in one or more tranches in accordance with the conversion ratio determined."

In accordance with the provisions of Ind AS 32 "Financial Instruments-Presentation" and Ind AS 109 "Financial Instruments", these OCDs have been classified as Debt instrument in these financial statements.

**20.2 Non-Current Financial Liabilities – Lease Liabilities**

(₹ in crore)

Particulars	As at 31st March 2025	As at 31st March 2024
Lease Liabilities	31.92	2.52
<b>Total</b>	<b>31.92</b>	<b>2.52</b>

**20.3 Non-Current Financial Liabilities – Trade Payables**

(₹ in crore)

Particulars	As at 31st March 2025	As at 31st March 2024
(A) Micro, Small & Medium Enterprises	–	–
(B) Other than Micro, Small & Medium Enterprises		
(i) Contractor & Suppliers	–	–
<b>Total</b>	<b>–</b>	<b>–</b>

**20.4 Non-Current Liabilities – Other Financial Liabilities**

(₹ in crore)

Particulars	As at 31st March 2025	As at 31st March 2024
Deposits and Retention Money	584.62	777.42
<b>Total</b>	<b>584.62</b>	<b>777.42</b>

**21. Provisions**

(₹ in crore)

Particulars	Foot Note	As at 31st March 2025	As at 31st March 2024
Provision for Employee Benefits	21.1	141.85	157.34
Other Provisions	21.2	418.52	373.34
		<b>560.37</b>	<b>530.68</b>
<b>Current</b>		<b>301.79</b>	<b>308.72</b>
<b>Non Current</b>		<b>258.58</b>	<b>221.96</b>

The disclosure of provisions movement as required under the requirements of Ind AS 37 is as follows :

**21.1 Provision for Employee Benefits :**

- a) The provisions are created for the purpose of Gratuity, leave encashment, settlement allowance, post retirement medical benefits, performance related pay and leave travel concession.
- b) Disclosures as per Ind AS 19 'Employee benefits' are provided in Note 36.



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

c) Movement in the carrying value of Provisions for Employee Benefits are provided as below:

(₹ in crore)

Particulars	Gratuity	Leave Salary*	Settlement Allowance on Retirement	Post Retirement Medical Benefits	Performance Related Pay	Leave Travel Concession	Contribution to PF & Other Funds	Total
<b>As at 01-April-2024</b>	<b>0.12</b>	<b>72.41</b>	<b>1.13</b>	<b>5.17</b>	<b>52.90</b>	<b>0.20</b>	<b>25.41</b>	<b>157.34</b>
<b>Current</b>	<b>-</b>	<b>8.62</b>	<b>0.13</b>	<b>5.17</b>	<b>52.90</b>	<b>0.02</b>	<b>25.41</b>	<b>92.25</b>
<b>Non Current</b>	<b>0.12</b>	<b>63.79</b>	<b>1.00</b>	<b>-</b>	<b>-</b>	<b>0.18</b>	<b>-</b>	<b>65.09</b>
Provision made during the year	0.09	17.13	0.15	5.02	28.55	0.01	-	50.95
Less: Utilization during the year	(0.03)	(11.73)	(0.02)	(5.17)	(29.35)	-	(6.58)	(52.88)
Less: Write Back during the year	-	(0.04)	-	-	(13.66)	-	-	(13.70)
(Exchange Gain) / Loss	-	0.23	(0.09)	-	-	-	-	0.14
<b>As at 31-March-2025</b>	<b>0.18</b>	<b>78.00</b>	<b>1.17</b>	<b>5.02</b>	<b>38.44</b>	<b>0.21</b>	<b>18.83</b>	<b>141.85</b>
<b>Current</b>	<b>-</b>	<b>9.97</b>	<b>0.16</b>	<b>5.02</b>	<b>38.44</b>	<b>0.03</b>	<b>18.83</b>	<b>72.45</b>
<b>Non Current</b>	<b>0.18</b>	<b>68.03</b>	<b>1.01</b>	<b>-</b>	<b>-</b>	<b>0.18</b>	<b>-</b>	<b>69.40</b>

\* Includes ₹0.55 crore for employees posted on Foreign Projects on which leave salary provision has been made on actual basis.

### 21.2 Other Provisions :

Disclosures as per Ind AS 37 regarding nature of provisions and movements in provisions are as follows :

#### a) Demobilisation Provisions

The Group has made provision for demobilisation to meet the expenditure towards Demobilisation of Manpower and Plant & Equipment in respect of foreign projects.

#### b) Maintenance Provisions

In Cost Plus contract, no provision for maintenance is required to be made where cost is reimbursable.

Item Rate and Lump Sum turnkey contracts, provision is made for maintenance to cover Group's liability during defect liability period keeping into consideration the contractual obligations, obligations of the sub-contractor, operating turnover and other relevant factors. Further, provision for major maintenance is made in line with Maintenance Manual for operating of Toll Road.

#### c) Legal Cases

Provision for legal cases represents liabilities that are expected to materialise in respect of matters in courts, arbitrations and appeal.

#### d) Provisions for Other Expenses

Provision for other expenses represents expected tax liabilities in respect of indirect taxes and others.

#### e) Onerous Contracts

The Group has a contract where total contract cost exceeds the total contract revenue. In such situation as per Ind AS 115 and Ind AS 37, the Group has to provide for these losses. The provision is based on the estimate made by the management.

**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS****For The Year Ended 31<sup>st</sup> March 2025****f) Decommissioning and Restoration**

The Group has a dismantling and restoration associated cost in respect of Solar Plant with land taken on lease. The Group is committed to decommission the site at the end of the lease term.

(₹ in crore)

Particulars	Demobilisation	Maintenance	Legal Cases	Other Expenses	Onerous Contracts	Decommissioning and Restoration	Total
<b>As at 01-April-2024</b>	<b>15.02</b>	<b>192.26</b>	<b>59.49</b>	<b>37.58</b>	<b>68.99</b>	–	<b>373.34</b>
<b>Current</b>	<b>13.52</b>	<b>89.79</b>	<b>59.49</b>	<b>37.58</b>	<b>16.09</b>	–	<b>216.47</b>
<b>Non Current</b>	<b>1.50</b>	<b>102.47</b>	–	–	<b>52.90</b>	–	<b>156.87</b>
Provision made during the year	0.57	103.99	7.05	38.30	188.69	0.31	<b>338.91</b>
Less: Utilization during the year	–	(136.75)	(1.47)	(3.29)	(141.80)	–	<b>(283.31)</b>
Less: Write Back during the year	(0.64)	(8.28)	(1.65)	(3.04)	(0.18)	–	<b>(13.79)</b>
(Exchange Gain) / Loss	0.49	0.79	–	0.15	–	–	<b>1.43</b>
Unwinding of discount	0.02	1.91	–	–	–	0.01	<b>1.94</b>
<b>As at 31-March-2025</b>	<b>15.46</b>	<b>153.92</b>	<b>63.42</b>	<b>69.70</b>	<b>115.70</b>	<b>0.32</b>	<b>418.52</b>
<b>Current</b>	<b>13.35</b>	<b>63.59</b>	<b>63.42</b>	<b>69.70</b>	<b>19.28</b>	–	<b>229.34</b>
<b>Non Current</b>	<b>2.11</b>	<b>90.33</b>	–	–	<b>96.42</b>	<b>0.32</b>	<b>189.18</b>

**22. Other Non- Current Liabilities**

(₹ in crore)

Particulars	As at 31st March 2025	As at 31st March 2024
<b>a) Contract Liability</b>		
Advance from Clients	854.03	930.32
<b>b) Others</b>		
Upfront Amount from Sub – leasing of MFCs	15.94	16.82
Lease Equalisation Liability	5.52	7.62
Government Grants (Refer Foot Note (i))	44.94	112.35
Others	2.85	2.55
<b>Total</b>	<b>923.28</b>	<b>1,069.66</b>

**Foot Notes:**

i) Government Grants: Group is entitled for Government Grants (Viability Gap Funding) for the purchase of solar modules of ₹224.70 crore from IREDA Limited in two tranches as per terms of LOA No. 23016/1/2020- IREDA/RfS/5000MW/012021/963 dt. 04 Oct 2021 awarded to Ircon Renewable Power Limited, a subsidiary company. The Group has received first (1) Tranche of Viability Gap Funding (VGF) amounting to ₹112.35 crore during the financial year 2023-24 and recognised as a liability, as no related capital expenditure had been incurred. During the FY 2024-25, upon commissioning of 150MW Solar Plant, proportionate amount of ₹67.41 crore has been adjusted in Capital Work in Progress (Refer Note 4 (Foot Note (iv))). As per the terms of LOA, in the event of a delay in the commissioning of the project beyond the Scheduled Commissioning Date, Viability Gap Funding is required to be refunded. As on the reporting date, the Group believes that Project will be commissioned within the stipulated timeline.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

### 23. Current Liabilities – Current Financial Liabilities

#### 23.1 Borrowings

(₹ in crore)

Particulars	As at 31st March 2025	As at 31st March 2024
<b>A) Current Maturities of Long-Term Debt :</b>		
<b>(i) Loan From Banks:</b>		
<b>Secured:</b>		
(a) Loan From Punjab National Bank (Refer Foot Note (i))	22.92	25.12
(b) Loan From Bank of Baroda (Refer Foot Note (i))	80.28	68.96
(c) Loan From State Bank of India (Refer Foot Note (i))	26.48	16.40
<b>Total</b>	<b>129.68</b>	<b>110.48</b>

#### Foot Notes:

(i) Refer Note 20.1 (Foot note (A))

#### 23.2 Current Financial Liabilities – Lease Liabilities

(₹ in crore)

Particulars	As at 31st March 2025	As at 31st March 2024
Lease Liabilities	2.91	0.72
<b>Total</b>	<b>2.91</b>	<b>0.72</b>

#### 23.3 Current Financial Liabilities – Trade Payables

(₹ in crore)

Particulars	As at 31st March 2025	As at 31st March 2024
(A) Micro, Small & Medium Enterprises	34.39	6.36
(B) Other than Micro, Small & Medium Enterprises		
(i) Contractor & Suppliers	1,222.91	887.74
<b>Total</b>	<b>1,257.30</b>	<b>894.10</b>

#### Foot Notes:

a) Trade payables Ageing Schedule for the year ended as at 31st March,2025 and 31st March 2024

(₹ in crore)

Particulars	Unbilled	Not Due	Outstanding for the year ended March 31, 2025 from the due date of payment				Total
			Less than 1 year	1-2 year	2-3 years	More than 3 years	
Total outstanding dues of micro enterprises and small enterprises	14.15	17.31	2.86	–	0.07	–	<b>34.39</b>
Total outstanding dues of creditors other than micro enterprises and small enterprises	467.63	250.23	480.44	3.62	4.12	16.76	<b>1,222.80</b>
Disputed dues of micro enterprises and small enterprises	–	–	–	–	–	–	<b>–</b>
Disputed dues of creditors other than micro enterprises and small enterprises	–	–	–	–	–	0.11	<b>0.11</b>
	<b>481.78</b>	<b>267.54</b>	<b>483.30</b>	<b>3.62</b>	<b>4.19</b>	<b>16.87</b>	<b>1,257.30</b>

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

(₹ in crore)

Particulars	Unbilled	Not Due	Outstanding for the year ended March 31, 2024 from the due date of payment				Total
			Less than 1 year	1-2 year	2-3 years	More than 3 years	
Total outstanding dues of micro enterprises and small enterprises	2.98	-	3.38	-	-	-	<b>6.36</b>
Total outstanding dues of creditors other than micro enterprises and small enterprises	451.32	94.55	307.44	4.44	18.45	11.5	<b>887.70</b>
Disputed dues of micro enterprises and small enterprises	-	-	-	-	-	-	-
Disputed dues of creditors other than micro enterprises and small enterprises	0.02	-	-	-	-	0.02	<b>0.04</b>
	<b>454.32</b>	<b>94.55</b>	<b>310.82</b>	<b>4.44</b>	<b>18.45</b>	<b>11.52</b>	<b>894.10</b>

### 23.4 Current Liabilities – Other Financial Liabilities

(₹ in crore)

Particulars	As at 31st March 2025	As at 31st March 2024
Interest Accrued on Secured Loan from bank {(Refer Foot Note (i))}	0.44	0.25
Interest Accrued on Optional Convertible Debentures to Related Party {(Refer Foot Note (ii))}	15.17	-
Gratuity Payable	4.64	3.81
Deposits, Retention Money and Money Withheld	1,729.67	1,707.18
Amount Payable to Client	617.25	630.40
Dividend Payable to Client	5.31	4.01
Interest Payable on Advance from Client	272.32	337.58
Payable for Capital Suppliers and Services	226.15	261.99
Other Payables (including Staff Payable)	152.18	142.34
<b>Total</b>	<b>3,023.13</b>	<b>3,087.56</b>

#### Foot Notes:

- (i) Refer Note 20.1 foot note (A)  
(ii) Refer Note 20.1 foot note (C) & Note 37 (c)

### 24. Other Current Liabilities

(₹ in crore)

Particulars	As at 31st March 2025	As at 31st March 2024
<b>a) Contract Liability</b>		
Advance from Clients	1,870.82	1,952.22
- Less: Deposits under protest	(217.05)	(217.05)
Advance Contract Receipts	441.11	391.42
<b>b) Others</b>		
Statutory dues (Refer Foot Note (i))	394.57	417.65
Upfront Amount from Sub – leasing of MFCs	0.86	0.87
Lease Equalisation Liability	2.10	4.31
CSR Liability	3.20	-
Others	-	0.25
<b>Total</b>	<b>2,495.61</b>	<b>2,549.67</b>

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

#### Foot Notes:

i) Statutory dues includes liability for Goods and Service Tax (GST), TDS, Provident Fund and other statutory dues.

### 25. Current Tax Liability (Net)

(₹ in crore)

Particulars	As at 31st March 2025	As at 31st March 2024
Provision for tax (Net of Advance Tax)	15.87	66.56
<b>Total</b>	<b>15.87</b>	<b>66.56</b>

### 26. Revenue from Operations

(₹ in crore)

Particulars	For the year ended 31st March 2025	For the year ended 31st March 2024
<b>Contract Revenue</b>	10,237.35	11,980.76
Revenue from Toll Operations	206.42	223.54
Group's share of turnover in Integrated Joint operations (unincorporated)	0.96	0.95
Machinery Hire Charges	3.67	0.20
MFC Leasing	25.75	16.44
Project Management Consultancy	47.13	79.21
Revenue from sale of Power/Electricity	24.44	-
Less: Revenue pertaining to CWIP	(5.92)	-
<b>Other Operating Revenue</b>		
- Interest Income on Financial Asset under SCA	166.32	182.74
- Others	53.46	29.81
<b>Total</b>	<b>10,759.58</b>	<b>12,513.65</b>

### 27. Other Income

(₹ in crore)

Particulars	For the year ended 31st March 2025	For the year ended 31st March 2024
<b>Interest Income :</b>		
Interest on Tax Free Bonds and Government Securities	8.88	15.28
Interest on Refund of Income-tax	12.96	27.30
Interest on Staff Advances	0.06	0.06
Interest on loan to Related Parties (Refer Note (i))	2.01	4.37
Interest on Advances and Others	44.95	80.87
Less:- Other Interest Passed to Clients	(7.32)	(29.17)
Interest income on Unwinding of Financial Instruments	0.09	-
Bank Interest Gross	268.06	291.55
Less:- Interest on temporary investment transferred to CWIP	(0.60)	(0.76)
Less:- Interest passed to Clients	(38.76)	(70.72)
Profit on Sale of Assets		
<b>Others :</b>		
Profit on Sale of Assets	0.49	0.53
Profit on Sale of Mutual Funds	53.63	37.14
Less: Profit on Sale of Mutual Fund Passed to Clients	(4.38)	(9.50)
Miscellaneous Income (Refer Note (ii))	11.36	7.21
Less: Insurance Claim Passed	(2.64)	-
Exchange Fluctuation Gain	328.37	-
Less: Exchange Fluctuation Loss	(306.72)	-
Gain/Loss on Changes of Fair Value of Mutual Funds	1.01	2.71
<b>Total</b>	<b>371.45</b>	<b>356.87</b>



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

### Foot Notes:

#### (i) Interest on loan to Related Parties:

(₹ in crore)

Particulars of Related Parties	2024-25	2023-24
- Chhattisgarh East Railway Limited	-	0.29
- Chhattisgarh East-West Railway Limited	1.51	0.78
- Mahanadi Coal Railway Limited	0.50	3.30
	<b>2.01</b>	<b>4.37</b>

(ii) Include Group's Share of Other Income in Integrated Joint operations (unincorporated) of **₹0.14 crore**  
( FY 2023-24: ₹0.17 crore)

#### 28 (i) Materials and Stores Consumed

(₹ in crore)

Particulars	Foot Note	For the year ended 31st March 2025	For the year ended 31st March 2024
Opening Balance		36.74	38.18
Add: Purchases during the year	(i)	639.58	532.17
		<b>676.32</b>	<b>570.35</b>
Closing Balance		(8.16) 668.16	(36.74) 533.61
<b>Total</b>		<b>668.16</b>	<b>533.61</b>

### Foot Notes:

Includes Exchange gain/ (loss) of **₹0.17 crore** (As at 31st March 2024 : ₹0.03 crore) on account of translation from functional currency to presentation currency.

#### 28 (ii) (Increase) / Decrease in WIP

(₹ in crore)

Particulars	Foot Note	For the year ended 31st March 2025	For the year ended 31st March 2024
Opening Balance		-	49.52
Add: Adjustments during the year for Exchange gain/ (loss)		-	0.24
		-	<b>49.76</b>
Closing Balance		-	49.76
<b>Total</b>		-	<b>49.76</b>

#### 28 (iii) Project and Other Expenses

(₹ in crore)

Particulars	Foot Note	Project Expenses		Other Expenses	
		For the year ended 31st March 2025	For the year ended 31st March 2024	For the year ended 31st March 2025	For the year ended 31st March 2024
Work Expenses		8,579.01	10,109.80	-	-
Toll Operation and Maintenance Expenses		58.90	34.33	-	-
Design, Drawing, Business Development & Consultancy Charges		32.54	10.94	-	-
Inspection, Geo Technical Investigation & Survey Exp. Etc.		29.23	38.29	-	-
Repairs and Maintenance of Machinery		4.92	7.41	-	-
Hire charges of Machinery		3.30	6.39	-	-
Exchange Fluctuation Loss		-	-	-	221.66
Less:- Exchange Fluctuation Gain		-	-	-	(207.27)
Net Exchange Fluctuation Loss		-	-	-	14.39

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

Particulars	Foot Note	Project Expenses		Other Expenses	
		For the year ended 31st March 2025	For the year ended 31st March 2024	For the year ended 31st March 2025	For the year ended 31st March 2024
Reclassification of exchange loss from equity to profit and loss		-	-	-	13.04
Rent – Non-residential		8.20	5.97	0.97	1.06
Rates and Taxes		15.75	23.94	0.65	0.82
Vehicle Operation and Maintenance		14.59	16.95	2.56	3.07
Repairs and Maintenance					
– Building		0.09	0.30	0.35	0.21
– Office and Others		5.43	5.72	9.96	10.14
Power, Electricity and Water Charges		7.36	8.32	2.32	2.23
Insurance		11.61	14.89	7.69	8.31
Travelling & Conveyance		13.73	12.39	4.08	3.97
Printing & Stationery		0.95	1.00	0.73	0.45
Postage, Telephone & Telex		1.08	1.09	0.90	0.41
Legal & Professional Charges		21.59	6.06	17.25	12.80
Security Services		2.59	2.14	0.68	0.94
Listing Expenses		-	-	0.07	0.06
Business Promotion		0.40	0.38	1.13	0.58
Write-off of :					
– Debts		0.10	0.63	-	-
Loss on Sale of Assets/Stores		-	-	0.45	0.20
Director's Sitting Fee		-	-	0.18	0.17
Donation		-	-	-	-
Auditor's Remuneration	(iii)	-	-	1.18	0.94
Advertisement & Publicity		-	-	1.72	1.77
Training & Recruitment		-	-	0.49	0.46
Gain/Loss on Changes of Fair Value of Mutual Funds		-	-	-	-
Corporate Social Responsibility		-	-	16.31	12.92
Miscellaneous Expenses		4.79	4.20	6.56	5.35
Bank and Other Finance Charges		6.01	10.97	2.07	1.07
Fee & Subscription Charges		-	-	0.02	0.02
Proportionate share of expenses in Integrated Joint operations (unincorporated)		0.06	0.31	-	-
Provisions (Addition – Write Back) (Refer Note 21) & Foot Note (i)	(i)	353.83	168.95	-	-
Provisions Utilised (Refer Note 21) & Foot Note (ii)	(ii)	(283.48)	(90.14)	-	-
<b>Total</b>		<b>8,892.95</b>	<b>10,401.23</b>	<b>78.32</b>	<b>95.38</b>

### Foot Notes:

- (i) Includes **₹29.04 crore** (FY 2023–24: ₹37.25 crore) Provisions Addition-Write back against Doubtful Advance & Debts  
(ii) Includes **₹0.18 crore** (FY 2023–24: ₹0.62 crore) against Doubtful Advance and Debts.

**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS****For The Year Ended 31<sup>st</sup> March 2025****(iii) Payment to Statutory Auditors:**

(₹ in crore)

Particulars	For the year ended 31st March 2025	For the year ended 31st March 2024
(a) Audit Fee – Current Year	0.51	0.48
(b) Tax Audit Fees – Current Year	0.14	0.14
(c) Fee for Quarterly Limited Review	0.28	0.25
(d) Certification Fees	0.16	0.06
(f) Travelling & Out of Pocket Expenses:		
– Travelling Expenses	0.06	–
– Out of Pocket Expenses	0.03	0.01
<b>Total</b>	<b>1.18</b>	<b>0.94</b>

**29. Employee Benefits Expenses**

(₹ in crore)

Particulars	Foot Note	For the year ended 31st March 2025			For the year ended 31st March 2024		
		Project Expenses	Other Expenses	Total	Project Expenses	Other Expenses	Total
Salaries, Wages and Bonus	(i)	172.01	49.54	<b>221.55</b>	177.63	70.97	<b>248.60</b>
Contribution to Provident and Other Funds		10.89	4.03	<b>14.92</b>	11.37	28.19	<b>39.56</b>
Foreign Service Contribution		–	2.07	<b>2.07</b>	–	2.10	<b>2.10</b>
Retirement Benefits		19.72	15.47	<b>35.19</b>	21.91	12.38	<b>34.29</b>
Staff Welfare		1.33	0.65	<b>1.98</b>	1.83	0.42	<b>2.25</b>
<b>Total</b>		<b>203.95</b>	<b>71.76</b>	<b>275.71</b>	<b>212.74</b>	<b>114.06</b>	<b>326.80</b>

**Foot Notes:-**(i) Includes income-tax on non-monetary perks **₹0.56 crore** (31st March 2024 : ₹0.53 crore).**30. Finance Costs**

(₹ in crore)

Particulars	Foot Note	For the year ended 31st March 2025	For the year ended 31st March 2024
Interest Expense	(i)	215.09	145.89
Less: Interest on Advance to Rail Land Development Authority (RLDA)		– 215.09	(2.07) 143.82
Other Borrowing Cost			
– Bank Guarantee & Other Charges		1.54	1.28
Interest Cost on Lease Liability		0.46	0.28
Amortisation of Financial Instruments		0.10	–
Unwinding of Discount on Provisions		1.94	3.02
<b>Total</b>		<b>219.13</b>	<b>148.40</b>

**Foot Notes:-**(i) Includes interest on income-tax **₹0.01 crore** (31st March 2024 : ₹0.26 crore)

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

### 31. Depreciation, Amortisation and Impairment

(₹ in crore)

Particulars	For the year ended 31st March 2025	For the year ended 31st March 2024
Depreciation of Property, Plant and Equipment	31.04	22.71
Depreciation of Right to Use – Lease Assets	1.31	1.13
Amortization of Intangible Assets	73.16	64.77
Depreciation of Investment Property	12.37	11.82
Impairment of Assets	–	–
<b>Total</b>	<b>117.88</b>	<b>100.43</b>

### 32. Components of Other Comprehensive Income (OCI)

The disaggregation of changes to OCI by each type of reserve in equity is shown below

(₹ in crore)

Particulars	For the year ended 31st March 2025	For the year ended 31st March 2024
<b>Items that will not be reclassified to profit or loss</b>		
Net actuarial gains/(losses) on remeasurements of defined benefit plans	0.05	1.75
Income Tax relating to Remeasurement Gain/(Loss) on Defined Benefit Plans	(0.01)	(0.44)
Share of other comprehensive income/(expense) of joint ventures accounted for using the equity method (net of tax)	(0.01)	(0.01)
<b>Total</b>	<b>0.03</b>	<b>1.30</b>

(₹ in crore)

Particulars	For the year ended 31st March 2025	For the year ended 31st March 2024
<b>Items that will be reclassified to profit or loss</b>		
Exchange differences in translating the financial statements of foreign operations	7.30	(2.44)
Income Tax relating to Income Tax relating to exchange differences in translating the financial statements of foreign operations	(1.84)	0.61
<b>Total</b>	<b>5.46</b>	<b>(1.83)</b>
<b>Grand Total</b>	<b>5.49</b>	<b>(0.53)</b>

### 33. A. Fair Value Measurements

Financial assets and financial liabilities are measured at fair value in these financial statement and are grouped into three levels of a fair value hierarchy. The three Levels are defined based on the observability of significant inputs to the measurement, as follows:

**Level 1:** Quoted prices (unadjusted) in active markets for identical assets or liabilities

**Level 2:** Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly

**Level 3:** Unobservable inputs for the asset or liability

**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS****For The Year Ended 31<sup>st</sup> March 2025**

a) The carrying values and fair values of financial instruments by categories as at 31 March, 2025 are as follows: \*

(₹ in crore)

Particulars	Carrying Value	Fair Value		
		Level 1	Level 2	Level 3
<b>Financial Assets at Fair Value Through Profit and Loss ('FVTPL')</b>				
Investment in Mutual Funds	285.50	285.50	–	–
<b>Total</b>	<b>285.50</b>	<b>285.50</b>	<b>–</b>	<b>–</b>
<b>Financial Assets at Amortized Cost</b>				
(i) Investments				
Investments in Tax Free Bonds and Government Securities	125.20	–	–	125.20
(ii) Loans	1.85	–	–	1.85
(iii) Other Financial Assets	5,433.34	–	–	5,433.34
<b>Total</b>	<b>5,560.39</b>	<b>–</b>	<b>–</b>	<b>5,560.39</b>

(₹ in crore)

Particulars	Carrying Value	Fair Value		
		Level 1	Level 2	Level 3
<b>Financial Liabilities at Amortized Cost</b>				
(i) Borrowings	4,264.32	–	–	4,264.32
(ii) Lease Liabilities	34.83	–	–	34.83
(iii) Other Financial Liabilities	3,607.75	–	–	3,607.75
<b>Total</b>	<b>7,906.90</b>	<b>–</b>	<b>–</b>	<b>7,906.90</b>

b) The carrying values and fair values of financial instruments by categories as at 31 March, 2024 are as follows: \*

(₹ in crore)

Particulars	Carrying Value	Fair Value		
		Level 1	Level 2	Level 3
<b>Financial Assets at Fair Value Through Profit and Loss ('FVTPL')</b>				
Investment in Mutual Funds	562.00	562.00	–	–
<b>Total</b>	<b>562.00</b>	<b>562.00</b>	<b>–</b>	<b>–</b>
<b>Financial Assets at Amortized Cost</b>				
(i) Investments				
Investments in Tax Free Bonds	126.70	–	–	126.70
(ii) Loans	1.37	–	–	1.37
(iii) Other Financial Assets	4,258.44	–	–	4,258.44
<b>Total</b>	<b>4,386.51</b>	<b>–</b>	<b>–</b>	<b>4,386.51</b>

(₹ in crore)

Particulars	Carrying Value	Fair Value		
		Level 1	Level 2	Level 3
<b>Financial Liabilities at Amortized Cost</b>				
(i) Borrowings	2,567.16	–	–	2,567.16
(ii) Lease Liabilities	3.24	–	–	3.24
(iii) Other Financial Liabilities	3,864.98	–	–	3,864.98
<b>Total</b>	<b>6,435.38</b>	<b>–</b>	<b>–</b>	<b>6,435.38</b>



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

The management assessed that fair value of cash and cash equivalents, trade receivables, trade payables, bank overdrafts and other current financial liabilities approximate their carrying amounts largely due to the short-term maturities of these instruments.

The fair value of the financial assets and liabilities is included at the amount at which the instrument could be exchanged in a current transaction between willing parties. The following methods and assumptions were used to estimate the fair values:

- The fair value of investments in mutual fund units is based on the Net Asset Value ('NAV') as stated by the issuers of these mutual fund units in the published statements as at Balance Sheet date. NAV represents the price at which the issuer will issue further units of mutual fund and the price at which issuers will redeem such units from the investors.
- Investment in joint venture companies are classified as equity investments have been accounted using equity method. Since these are scope out of Ind AS 109 for the purposes of measurement, the same have not been disclosed in the tables above.

\* During the financial year 2024-25 and 2023-24, there were no transfers between Level 1, Level 2 and Level 3 fair value measurements.

#### B. Financial Risk Management

The Group's principal financial liabilities comprise borrowings, trade and other payables. The Group's principal financial assets include loans to related parties, trade and other receivables, and cash and short-term deposits that derive directly from its operations. The Group also holds investment in mutual funds, tax free bonds and Govt. Securities. The Group's activities expose it to some of the financial risks: market risk, credit risk and liquidity risk.

##### a) Market Risk

Market risk is the risk that the fair value of future cash flows of a financial instruments will fluctuate because of changes in market prices. Market risk comprises Foreign currency risk and Interest rate risk. Financial instruments affected by market risk includes borrowings, trade receivables, trade payable and other non derivative financial instruments.

##### (i) Foreign Currency Risk

The Group operates internationally and is exposed to insignificant foreign currency risk (since receipts & payments in foreign currency are generally matched) arising from foreign currency transactions, primarily with respect to the US \$, EURO, YEN, BDT, DZD, LKR, MZN, BTN, ZAR, NPR and MYR. Significant foreign currency risk of group are naturally hedged.

As of March 31, 2025 and March 31, 2024, every 5% increase or decrease of the respective foreign currency would impact our profit before tax by approximately **₹28.96 crore** and ₹2.45 crore respectively.

The Group's significant exposure to foreign currency risk at the end of reporting period are as follows:

#### As at 31 March 2025

(₹ in crore)

Particulars	USD	EURO	DZD	BDT	LKR	MYR	JPY	MMK	ZAR	Total
<b>Assets</b>										
Trade Receivables	11.23	87.20	21.10	-	-	3.32	4.94	-	-	<b>127.78</b>
Cash & Bank Balances	38.30	0.12	52.14	1.92	3.05	7.45	13.10	0.13	65.17	<b>181.38</b>
Advance to Contractors	-	-	-	2.55	-	-	77.95	83.07	-	<b>163.57</b>
Other Assets	16.50	3.35	60.16	-	1.28	-	6.23	9.44	-	<b>96.96</b>
<b>Total</b>	<b>66.03</b>	<b>90.66</b>	<b>133.40</b>	<b>4.47</b>	<b>4.33</b>	<b>10.77</b>	<b>102.22</b>	<b>92.64</b>	<b>65.17</b>	<b>569.69</b>
<b>Liabilities</b>										
Trade Payables	2.14	13.05	46.47	0.73	12.34	0.14	5.52	26.88	-	<b>107.27</b>
Advance from Client	30.08	-	-	-	-	0.23	746.13	-	-	<b>776.44</b>
Other Liabilities	37.16	11.29	195.05	-	5.03	0.16	16.47	-	-	<b>265.16</b>
<b>Total</b>	<b>69.38</b>	<b>24.34</b>	<b>241.52</b>	<b>0.73</b>	<b>17.37</b>	<b>0.53</b>	<b>768.13</b>	<b>26.88</b>	<b>-</b>	<b>1,148.87</b>

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

As at 31 March 2024

(₹ in crore)

Particulars	USD	EURO	DZD	BDT	LKR	MYR	JPY	MMK	ZAR	Total
<b>Assets</b>										
Trade Receivables	22.85	75.12	46.64	–	–	–	47.27	–	–	<b>191.88</b>
Cash & Bank Balances	184.32	237.44	60.99	2.07	3.95	5.09	60.17	0.34	78.56	<b>632.93</b>
Advance to Contractors	0.14	–	–	5.16	–	–	32.92	76.95	–	<b>115.17</b>
Other Assets	7.89	5.35	68.08	–	6.74	–	9.92	–	–	<b>97.98</b>
<b>Total</b>	<b>215.20</b>	<b>317.91</b>	<b>175.71</b>	<b>7.23</b>	<b>10.69</b>	<b>5.09</b>	<b>150.28</b>	<b>77.29</b>	<b>78.56</b>	<b>1,037.96</b>
<b>Liabilities</b>										
Trade Payables	3.02	30.79	11.24	2.63	23.36	–	–	5.97	–	<b>77.01</b>
Advance from Client	55.80	–	–	–	–	–	541.55	–	–	<b>597.35</b>
Other Liabilities	25.68	8.02	261.54	–	4.85	–	14.27	0.19	–	<b>314.55</b>
<b>Total</b>	<b>84.50</b>	<b>38.81</b>	<b>272.78</b>	<b>2.63</b>	<b>28.21</b>	<b>–</b>	<b>555.82</b>	<b>6.16</b>	<b>–</b>	<b>988.91</b>

### (ii) Interest Rate Risk

Interest rate risk is the risk that the fair value of future cash flows of a financial instruments will fluctuate because of change in market interest rate. The Group is exposed to interest rate risk arising mainly from non-current borrowings with floating interest rates. The Group manages its interest risk in accordance with the group's policies and risk objective. In addition to borrowings, financial instruments affected by interest rate risk includes tax free bonds, government securities and deposits with banks. Interest rate risk on these financial instruments are very low as interest rate is fixed for the period of financial instruments.

### b) Credit Risk

The Group's customer profile include Ministry of Railways, Public Sector Enterprises, State Owned Companies in India and abroad. Accordingly, the Group's customer credit risk is low. The Group's average project execution cycle is around 24 to 36 months. General payment terms include mobilisation advance, monthly progress payments with a credit period ranging from 45 to 60 days and certain retention money to be released at the end of the project. In some cases retentions are substituted with bank / corporate guarantees. The Group has a detailed review mechanism of overdue customer receivables at various levels within organisation to ensure proper attention and focus for realisation.

#### Trade and other receivable

The Group's exposure to credit risk is influenced mainly by the individual characteristics of each customer. The demographics of the customer, including the default risk of the industry and country in which the customer operates, also has an influence on credit risk assessment.

#### Exposure to Credit Risk

(₹ in crore)

Particulars	As at 31st March 2025	As at 31st March 2024
<b>Financial Assets for which allowance is measured using Lifetime Expected Credit Losses (LECL)</b>		
Non Current Investments	–	125.19
Non Current Loans	0.28	0.45
Other Non Current Financial Assets	1.84	16.57
Current Investments	410.70	563.51
Cash and Cash Equivalents	2,279.84	2,179.78
Other Bank Balances	2,501.79	2,804.55
Current Loans	1.57	0.92
Other Current Financial Assets	290.18	368.92
<b>Financial Assets for which allowance is measured using Simplified Approach</b>		
Trade Receivables	1,440.91	891.13
Contract Assets	5,190.87	3,918.49

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

### Summary of change in loss allowances measured using Simplified approach

Particulars	31st March 2025	31st March 2024
<b>Opening Allowances</b>	<b>99.32</b>	<b>68.11</b>
Provided during the year	30.48	31.83
Utilization during the year	(0.10)	(0.62)
Amount written-off	(1.97)	–
<b>Closing Allowances</b>	<b>127.73</b>	<b>99.32</b>

During the year, the Group has recognised loss allowance of **₹30.48 crore** (31 March, 2024 : ₹31.83 crore ).

### Summary of change in loss allowances measured using Lifetime Expected Credit Losses (LECL) approach

Particulars	31st March 2025	31st March 2024
<b>Opening Allowances</b>	<b>34.02</b>	<b>28.41</b>
Provided during the year	0.53	5.63
Utilization during the year	(0.08)	(0.01)
Amount written-off	–	–
(Exchange Gain) / Loss	0.01	(0.01)
<b>Closing Allowances</b>	<b>34.48</b>	<b>34.02</b>

No significant changes in estimation techniques or assumptions were made during the reporting period. During the year, the Group has recognised loss allowance of **₹0.53 crore** (31 March, 2024 : ₹5.63 crore).

### c) Liquidity risk

The Group manages liquidity risk by maintaining sufficient cash and marketable securities and by having access to funding through an adequate amount of committed credit lines. The treasury department regularly monitors the position of Cash and Cash Equivalents vis-à-vis projections. Assessment of maturity profiles of financial assets and financial liabilities and maintenance of Balance Sheet liquidity ratios are considered while reviewing the liquidity position.

The Group's investment policy and strategy are focused on preservation of capital and supporting the Group's liquidity requirements. The senior Management of the Group oversees its investment strategy and achieve its investment objectives. The Group typically invests in government of India debt bonds and mutual funds. The policy requires investments generally to be investment grade, with the primary objective of minimising the potential risk of principal loss.

The NHAI bonds bear a fixed rate of interest thus they are not affected by the change in bond yield rates and the mutual funds are highly liquid assets which are paid out monthly and re-invested.

The table below provides details regarding the significant financial liabilities as at 31 March 2025 and 31 March 2024

(₹ in crore)

Particulars	As at 31 March, 2025		
	Less than 1 Year	1–2 years	2 Years and above
Borrowings	129.68	213.83	3,920.81
Lease Liabilities	2.91	31.92	–
Trade payables	1,257.30	–	–
Other financial liabilities	3,023.13	584.62	–

(₹ in crore)

Particulars	As at 31 March, 2024		
	Less than 1 Year	1–2 years	2 Years and above
Borrowings	110.48	531.92	1,924.76
Lease Liabilities	0.72	2.52	–
Trade payables	894.10	–	–
Other financial liabilities	3,087.56	777.42	–

**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS****For The Year Ended 31<sup>st</sup> March 2025****d) Excessive risk concentration**

Concentrations arise when a number of counterparties are engaged in similar business activities, or activities in the same geographical region, or have economic features that would cause their ability to meet contractual obligations to be similarly affected by changes in economic, political or other conditions. Concentrations indicate the relative sensitivity of the Group's performance to developments affecting a particular industry.

In order to avoid excessive concentrations of risk, the Group's policies and procedures include specific guidelines to focus on the maintenance of a diversified portfolio. Identified concentrations of credit risks are controlled and managed accordingly.

The following table gives details in respect of revenues generated from top five projects.

(₹ in crore)

Particulars	For the year ended	
	31st March 2025	31st March 2024
Revenue from top 5 Projects	5,189.59	5,523.98
	<b>5,189.59</b>	<b>5,523.98</b>

**C. Capital Management**

The Group objective to manage its capital in a manner to ensure and safeguard their ability to continue as a going concern so that the Group can continue to provide maximum returns to shareholders and benefit to other stakeholders. The Board of Directors also monitors the level of dividends to equity shareholders in line with the dividend distribution policy of the Group. The Group has paid dividend as per the guidelines issued by Department of Investment and Public Asset Management (DIPAM) as follows :-

(₹ in crore)

Particulars	31st March 2025	31st March 2024
Dividend Paid	277.46	282.15
<b>Total</b>	<b>277.46</b>	<b>282.15</b>

Board of Directors has recommended the final dividend of ₹1.00 per equity share on face value of ₹2/- per equity share for the year ended March 31, 2025 subject to the approval of shareholders at the AGM. This is in addition to Interim Dividend paid @ ₹1.65 per equity share on face value of ₹2/- per equity share

Further, the Group manages its capital structure to make adjustments in light of changes in economic conditions and the requirements of the financial covenants.

The Group monitors capital, on the basis of a number of financial ratios generally used by industry and by the rating agencies. The Group monitors capital using debt equity ratio which is debt divided by total equity. Debt comprises of non-current and current maturities of long term debt. The debt equity ratio at the end of the reporting period was as follows:

(₹ in crore)

Particulars	31st March 2025	31st March 2024
Borrowings (Note No. 20.1)	4,134.64	2,456.68
Current Maturities of Long term Debt (Note No. 23.1)	129.68	110.48
<b>Debt</b>	<b>4,264.32</b>	<b>2,567.16</b>
Equity (Note No. 18)	188.10	188.10
Other Equity (Note No. 19)	6,138.25	5,682.82
<b>Total Equity</b>	<b>6,326.35</b>	<b>5,870.92</b>
<b>Debt Equity Ratio</b>	<b>0.67</b>	<b>0.44</b>

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

**34.** a) The consolidated financial statements are prepared in accordance with the requirement of section 129(3) of the Companies Act, 2013 and rules made there under as applicable from the financial year starting from 1st April, 2015. Accordingly, the company (also referred to as holding company) and its subsidiaries (jointly referred to as the 'Group') along with joint control entities considered in the consolidated financial statements are as follows:

S.No.	Name of Subsidiary/Joint Ventures Companies	Country of Origin	% age Share	
			31.03.2025	31.03.2024
	<b>Subsidiary Companies</b>			
1	Ircon Infrastructure and Services Limited	India	100.00%	100.00%
2	Ircon PB Tollway Limited	India	100.00%	100.00%
3	Ircon Shivpuri Guna Tollway Limited	India	100.00%	100.00%
4	Ircon Davanagere Haveri Highway Limited	India	100.00%	100.00%
5	Ircon Vadodara Kim Expressway Limited	India	100.00%	100.00%
6	Ircon Gurgaon Rewari Highway Limited	India	100.00%	100.00%
7	Ircon Renewable Power Limited	India	76.00%	76.00%
8	Ircon Akloli Shirsad Expressway Limited	India	100.00%	100.00%
9	Ircon Ludhiana Rupnagar Highway Limited	India	100.00%	100.00%
10	Ircon Bhoj Morbe Expressway Limited	India	100.00%	100.00%
11	Ircon Haridwar Bypass Limited	India	100.00%	100.00%
	<b>Joint Venture Companies</b>			
1	Ircon-Soma Tollway Private Limited	India	50.00%	50.00%
2	Chhattisgarh East Railway Limited	India	26.00%	26.00%
3	Chhattisgarh East-West Railway Limited	India	26.00%	26.00%
4	Mahanadi Coal Railway Limited	India	26.00%	26.00%
5	Jharkhand Central Railway Limited	India	26.00%	26.00%
6	Baster Railway Private Limited	India	26.00%	26.00%
7	Indian Railway Station Development Corporation Limited	India	26.00%	26.00%

- b) The financial statements of the entities used for the purpose of consolidation have the same reporting date as that of the Holding Company.
- c) As far as possible, the consolidated financial statements are prepared using uniform accounting policies for like transactions and other events in similar circumstances and are presented in the same manner as the Holding Company's separate financial statements. The differences in accounting policies, if any, of the Holding Company and its Joint Ventures are not material.

### 35 Other Information – Capital Expenditure

(₹ in crore)

Particulars	2024-25
<b>(Addition to PPE, Change in CWIP, Addition to Right to Use, Addition in Intangible Assets, Change in Intangible Assets under Development, Addition in Investment Property)</b>	
Capital Expenditure incurred by Ircon International Limited including its subsidiary companies	1261.9
<b>Total (A)</b>	<b>1261.9</b>
<b>Ircon International Limited share in Capital Expenditure incurred by Joint Venture companies which are capitalized/ to be capitalized:</b>	
1. Ircon-Soma Tollway Private Limited	50.42
2. Chhattisgarh East Railway Limited	64.45
3. Chhattisgarh East-West Railway Limited	375.56
4. Mahanadi Coal Railway Limited	2.40
5. Jharkhand Central Railway Limited	151.29
6. Bastar Railway Private Limited	0.01
7. Indian Railway Stations Developments Corporation Limited	-
<b>Total (B)</b>	<b>644.13</b>
<b>Grand Total (A+B)</b>	<b>1,906.03</b>



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

### 36. Employee Benefits

Disclosures in compliance with Ind AS 19 "Employee Benefits" are as under:

#### A Defined Contribution Plans – General Description

##### (i) Pension

"The Company has implemented IRCON Defined Contribution Superannuation Pension Scheme, 2009 i.e. April 01, 2009, for all regular employees drawing pay in IDA scale irrespective of their length of service except for those employees who joined before January 01, 2017 but would superannuate/resign after January 01, 2017, before completing 15 years of service, in such case Employer contribution towards pension would be effective from January 01, 2017 only. The scheme was managed by a Separate Trust formed in the year 2015–16 for this purpose and approved by the Income Tax Authorities. In FY 2023–24, the Board of Directors in its 286<sup>th</sup> meeting held on 11th May, 2023 has approved for shifting of IRCON Defined Contribution Superannuation Pension Scheme, 2009 maintained with LIC to National Pension System (NPS). Company's share of contribution to NPS during the FY 2024–25 amounts to **₹9.44 crore** (₹4.72 to NPS & ₹4.63 crore to Pension Trust) .

##### (ii) Post Retirement Medical Benefit (PRMB)

The Company had established an irrevocable trust by initial one-time contribution of ₹12.00 crore during the year 2000–01 for providing annuity, medical and other benefits to the spouse of employees who die in harness as a voluntary welfare measure for which the Company is not liable for providing such benefit to its employees. Further, the Company provides medical benefits to its employees (and spouse) who superannuate from the Company. The Company has contributed **₹5.02 crore** (₹5.17 crore) based on DPE guidelines on Superannuation Benefits.

#### B Defined Benefit Plans – General Description

##### (i) Provident fund

The Company pays fixed contribution of Provident Fund at a pre-determined rate to a separate trust ( IRCON Contributory Provident Fund Trust), which invests the funds in permitted securities. The trust is required to pay a minimum rate of interest on contribution to the members of the trust. The trust is approved by the Income Tax Authorities. The Company has an obligation to make good the shortfall, if any, between the return from the investment of the trust and the interest payment based on the notified interest rate. During the period, the Company has contributed **₹19.86 crore** (₹15.78 crore) to the trust towards employer's contribution for provident fund which includes ₹6.58 Cr. towards reimbursement on account of loss on investment.

##### (ii) Gratuity

The Holding Company has implemented IRCON Employees Group Gratuity Scheme to provide financial assistance to the employees of the Company as a social security measure on the termination of their employment due to superannuation, retirement, resignation, physical incapacitation or death. The scheme is managed by a Separate Trust formed in the year 2015–16 for this purpose and approved by the Income Tax Authorities. Funds of the Trust are managed by LIC of India. As at March 31, 2025 a liability of **₹4.68 crore** (₹3.83 crore) has been booked in the books of accounts based on the actuarial valuation.

##### (iii) Other Retirement benefits – General Description

Other retirement benefits include settlement at home-town or to the place where he or his family intends to settle in India including Baggage Allowance. The liability on this account is recognized on the basis of actuarial valuation.

**The summarised position of various employee benefits recognised in the statement of profit and loss and balance sheet as on March 31, 2025 is as under:**

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

i) Changes in the present value of the defined benefit obligation are during

(₹ in crore)

Particulars	Provident Fund		Gratuity		Other retirement benefit	
	As at 31st March, 2025	As at 31st March, 2024	As at 31st March, 2025	As at 31st March, 2024	As at 31st March, 2025	As at 31st March, 2024
<b>Defined benefit obligation at the beginning of the period</b>	<b>448.60</b>	<b>453.76</b>	<b>79.44</b>	<b>90.28</b>	<b>1.15</b>	<b>1.15</b>
Current service cost	40.03	41.21	4.04	3.76	0.07	0.07
Past service cost	–	–	0.36	1.18	–	–
Interest cost	25.26	35.18	5.74	6.62	0.08	0.08
Benefits paid	(100.44)	(84.61)	(14.16)	(20.23)	(0.02)	(0.03)
Actuarial (gain) / loss on obligations	(1.23)	3.06	(0.63)	(2.17)	(0.10)	(0.13)
<b>Defined benefit obligation at the end of the period</b>	<b>412.22</b>	<b>448.60</b>	<b>74.79</b>	<b>79.44</b>	<b>1.18</b>	<b>1.15</b>

ii) Changes in fair value of plan assets

(₹ in crore)

Particulars	Provident Fund		Gratuity		Other retirement benefit	
	As at 31st March, 2025	As at 31st March, 2024	As at 31st March, 2025	As at 31st March, 2024	As at 31st March, 2025	As at 31st March, 2024
<b>Fair value of plan assets at the beginning of the period</b>	<b>423.20</b>	<b>450.30</b>	<b>75.49</b>	<b>83.03</b>	<b>–</b>	<b>–</b>
Contribution by employer & employee	40.03	41.21	3.81	7.17	–	–
Benefits paid	(100.44)	(84.61)	(14.14)	(20.23)	–	–
Interest income	45.23	37.57	4.79	5.73	–	–
Opening Adjustment as per Balance Sheet	–	1.59	–	–	–	–
Short Fall of Interest for FY 22-23 paid by employer	–	2.46	–	–	–	–
Provision for Stressed assets	–	(25.32)	–	–	–	–
Return on plan asset excluding interest income	–	–	–	–	–	–
LIC mortality charges	–	–	–	(0.21)	–	–
<b>Fair value of plan assets at the end of the period</b>	<b>408.02</b>	<b>423.20</b>	<b>69.95</b>	<b>75.49</b>	<b>–</b>	<b>–</b>

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

#### iii) Reconciliation of fair value of plan assets and defined benefit obligation:

(₹ in crore)

Particulars	Provident Fund		Gratuity		Other retirement benefit	
	As at 31st March, 2025	As at 31st March, 2024	As at 31st March, 2025	As at 31st March, 2024	As at 31st March, 2025	As at 31st March, 2024
Fair value of plan assets	408.02	423.20	69.95	75.49	–	–
Defined benefit obligation	412.22	448.60	74.79	79.44	1.18	1.15
<b>Amount recognised in the Balance Sheet</b>	<b>(4.20)</b>	<b>(25.40)</b>	<b>(4.84)</b>	<b>(3.95)</b>	<b>(1.18)</b>	<b>(1.15)</b>

#### iv) Amount recognised in Statement of profit and loss

(₹ in crore)

Particulars	Provident Fund		Gratuity		Other retirement benefit	
	As at 31st March, 2025	As at 31st March, 2024	As at 31st March, 2025	As at 31st March, 2024	As at 31st March, 2025	As at 31st March, 2024
Current service cost	13.26	13.19	4.04	3.77	0.07	0.07
Past service cost	–	–	0.36	1.18	–	–
Net interest expense	–	–	0.29	0.52	0.08	0.08
<b>Amount recognised in statement of Profit and Loss</b>	<b>13.26</b>	<b>13.19</b>	<b>4.69</b>	<b>5.47</b>	<b>0.15</b>	<b>0.15</b>

#### v) Amount recognised in Other Comprehensive Income:

(₹ in crore)

Particulars	Provident Fund		Gratuity		Other retirement benefit	
	As at 31st March, 2025	As at 31st March, 2024	As at 31st March, 2025	As at 31st March, 2024	As at 31st March, 2025	As at 31st March, 2024
Actuarial changes arising from changes in demographic assumptions	–	–	–	–	–	–
Actuarial changes arising from changes in financial assumptions	0.08	0.03	(2.36)	(0.45)	0.02	0.01
Experience adjustments	(1.31)	3.04	2.99	2.64	(0.12)	(0.14)
Return on Plan Assets excluding Interest Income	(19.98)	(2.39)	(0.67)	(0.55)	–	–
<b>Amount recognised in Other Comprehensive Income</b>	<b>(21.21)</b>	<b>0.68</b>	<b>(0.04)</b>	<b>1.64</b>	<b>(0.10)</b>	<b>(0.13)</b>

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

vi) The major categories of plan assets of the fair value of the total plan assets are as follows: (₹ in crore)

Particulars	Provident Fund		Gratuity		Other retirement benefit	
	As at 31st March, 2025	As at 31st March, 2024	As at 31st March, 2025	As at 31st March, 2024	As at 31st March, 2025	As at 31st March, 2024
Government of India securities	58.30%	52.05%	-	-	-	-
State Government securities	-	-	-	-	-	-
Central & State Guaranteed Bonds	-	-	-	-	-	-
High quality corporate bonds	33.94%	36.73%	-	-	-	-
PSU Bond	-	-	-	-	-	-
PSU Basel III Tier I Bonds	-	-	-	-	-	-
Debt Mutual Fund	0.03%	0.78%	-	-	-	-
ETF/INDEX/Equity Mutual Fund	7.41%	4.51%	-	-	-	-
Special Deposits	0.00%	5.03%	100.00%	100.00%	-	-
Fund Managed by Insurer	0.00%	0.00%	-	-	-	-
Bank Balance	0.32%	0.90%	-	-	-	-
<b>Total</b>	<b>100.00%</b>	<b>100.00%</b>	<b>100.00%</b>	<b>100.00%</b>	<b>0%</b>	<b>0%</b>

vii) The principal assumptions used in determining PF/ gratuity/PRMB/Retirement Allowance liability for the Company's plans are shown below: (₹ in crore)

Particulars	PF For the year ended 31st March, 2025	PF For the year ended 31st March, 2024	Gratuity For the year ended 31st March, 2025	Gratuity For the year ended 31st March, 2024	Other retirement benefit For the year ended 31st March, 2025	Other retirement benefit For the year ended 31st March, 2024
Discount rate	6.79%	7.23%	6.79%	7.23%	6.79%	7.23%
Future Salary increase/ Expected Statutory Interest Rate	8.25%	8.25%	7.50%	7.50%	7.50%	7.50%
Mortality rate	100% IALM (2012-14)	100% IALM (2012-14)	100% IALM (2012-14)	100% IALM (2012-14)	100% IALM (2012-14)	100% IALM (2012-14)

viii) Quantitative sensitivity analysis for significant assumption shown above is as shown below: (₹ in crore)

Particulars	PF Plan (Impact on DBO)		Gratuity Plan (Impact on DBO)		Retirement Allowance (Impact on DBO)	
	31st March, 2025	31st March, 2024'	31st March, 2025	31st March, 2024'	31st March, 2025	31st March, 2024'
<b>Present value of obligation at the end of period</b>	<b>412.22</b>	<b>448.60</b>	<b>74.79</b>	<b>79.30</b>	<b>1.18</b>	<b>1.15</b>
Discount rate	6.79%	7.23%	6.79%	7.23%	6.79%	7.23%
Increase by 0.50%	(0.09)	(0.07)	(2.63)	(2.43)	(0.05)	(0.04)
Decrease by 0.50%	0.09	0.07	2.84	2.62	0.05	0.05
<b>Future Salary increase/ Expected Statutory Interest Rate</b>	<b>8.25%</b>	<b>8.25%</b>	<b>7.50%</b>	<b>7.50%</b>	<b>7.50%</b>	<b>7.50%</b>
Increase by 0.50%	-	-	1.01	1.04	0.05	0.05
Decrease by 0.50%	-	-	(1.10)	(1.09)	0.05	(0.04)

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

The sensitivity analyses above have been determined based on a method that extrapolates the impact on defined benefit obligation as a result of reasonable changes in key assumptions shown above occurring at the end of the reporting period.

Sensitivities due to mortality and withdrawals are insignificant and hence ignored.

Sensitivities as to rate of inflation, rate of increase of pensions in payments, rate of increase of pensions before retirement and life expectancy are not applicable being a lump sum benefit on retirement.

#### ix) Expected contribution for next annual reporting period

The expected contribution to the defined benefit plan for next annual reporting period is **₹17.02 crore** (Prev. yr. ₹27.39 crore).

#### x) Maturity profile of defined benefit obligation is as under

(₹ in crore)

Duration of defined benefit obligation duration (years)	Provident Fund	Gratuity	Retirement Allowance
1	61.64	13.29	0.17
2	110.72	7.34	0.11
3		7.44	0.10
4		5.60	0.07
5		4.22	0.07
6	239.85	3.00	0.05
6 year onward		33.86	0.61
<b>Total</b>	<b>412.21</b>	<b>74.75</b>	<b>1.18</b>

#### Risk analysis

Group is exposed to a number of risks in the defined benefit plan. Most significant risks pertaining to defined benefits plan, and management's estimation of the impact of these risks are as follows:

##### Interest risk

A decrease in the interest rate on plan assets will increase the plan liability.

##### Longevity risk/ Life expectancy

The present value of the defined benefit plan liability is calculated by reference to the best estimate of the mortality of plan participants both during and at the end of the employment. An increase in the life expectancy of the plan participants will increase the plan liability.

##### Salary growth risk

The present value of the defined benefit plan liability is calculated by reference to the future salaries of plan participants. An increase in the salary of the plan participants will increase the plan liability.

## 37. Related Party Transactions

Disclosures in compliance with Ind AS 24 "Related Party Disclosures" are as under:

#### a) List of Related Parties

##### (i) Subsidiary Companies

Ircon Infrastructure and Services Limited  
 Ircon PB Tollway Limited  
 Ircon Shivpuri Guna Tollway Limited  
 Ircon Davanagere Haveri Highway Limited  
 Ircon Vadodara Kim Expressway Limited  
 Ircon Gurgaon Rewari Highway Limited,  
 Ircon Renewable Power Limited  
 Ircon Akloli -Shirsad Expressway Limited  
 Ircon Ludhiana Rupnagar Highway Limited  
 Ircon Bhoj Morbe Expressway Limited  
 Ircon Haridwar Bypass Limited



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

#### (ii) Joint Venture Companies

Ircon-Soma Tollway Private Limited  
Chhattisgarh East Railway Limited  
Chhattisgarh East-West Railway Limited  
Mahanadi Coal Railway Limited  
Jharkhand Central Railway Limited  
Baster Railway Private Limited  
Indian Railway Station Development Corporation Limited

#### (iii) Non Controlling Interest

Ayana Renewable Power Private Limited

#### (iv) Unincorporated Joint Ventures (Joint Operations)

##### Joint Operations in Operation

Express Freight Consortium  
Express Freight Railway Consortium  
IRCON-PARAS-PCM JV  
IRCON-DRA JV  
AMRIL-IRCON JV  
BRC-IRCON JV  
IRCON-SSNR JV

##### Completed Joint Operations

International Metro Civil Contractor  
Metro Tunnelling Group  
IRCON-AFCONS

##### Financially Closed Joint Operations

Ircon-COBRA-ELIOP  
Ircon- Sree Bhawani Builders  
Ircon-SMJ Project JV  
Ircon-GANNON Dunkerly  
Ircon-RCS-PFLEIDERER  
IRCON-SPSCPL  
RICON

#### (v) (A) Key Management Personnel (KMP)

##### Whole Time Directors

Name	Designation
Shri Brijesh Kumar Gupta 1	CMD & Chief Executive Officer (CEO) (Ceased w.e.f. 29.04.2024)
Shri Ashish Bansal 2	CMD & Chief Executive Officer (CEO) (Ceased w.e.f. 01.07.2024)
Shri Hari Mohan Gupta <sup>3</sup>	CMD & Chief Executive Officer (CEO)
Smt. Ragini Advani	Director (Finance)
Shri Anand Kumar Singh	Director (Projects)
Shri Parag Verma	Director (Works) (Ceased w.e.f. 30.04.2025 on account of superannuation)
Shri Naresh Chandra Karmali <sup>4</sup>	Director (Works) (Ceased w.e.f. 15.05.2025)
Shri Ajit Kumar Mishra <sup>5</sup>	Director (Works)

- Shri Brijesh Kumar Gupta (DIN: 10092756), has relinquished the additional charge of the post of Chairman & Managing Director (CMD) w.e.f. April 29, 2024 hence he ceased to be CMD and CEO of the Company.
- Shri Ashish Bansal, IRSE, PED/Tr. (M&MC), Railway Board [DIN:10328174] has relinquished the additional charge of post of Chairman & Managing Director (CMD) with effect from July 01, 2024 hence he ceased to be CMD and CEO of the Company.
- Shri Hari Mohan Gupta [DIN:08453476] has assumed the charge of Chairman & Managing Director on the Board of the Company with effect from July 01, 2024, till the date of superannuation, i.e. 30.06.2026 or until further orders, whichever is earlier.
- Shri Naresh Chandra Karmali (DIN: 09103211), IRSE, PED/GS, Railway Board, was entrusted with additional charge of Director (Works), IRCON, w.e.f. 09.05.2025 (AN) until further orders of the Ministry of Railways. Shri Naresh Chandra Karmali has relinquished the additional charge of post of Director (Works), IRCON (additional charge) w.e.f. 15.05.2025 (FN), hence he is ceased to be Director (Works) of the company.
- Shri Ajit Kumar Mishra (DIN:11108237) has been appointed as Director (Works) w.e.f. 15.05.2025 (AN), for a period of 5 years or until further orders of the Ministry of Railways, whichever is earlier.

**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS****For The Year Ended 31<sup>st</sup> March 2025****Company Secretary and Chief Financial Officer**

Name	Designation
Shri Alin Roy Choudhury	Chief Financial Officer (CFO) (Appointed w.e.f. 01.01.2025)
Shri B. Mugunthan	Chief Financial Officer (CFO) (Ceased w.e.f. 31.12.2024)
Smt. Pratibha Aggarwal	Company Secretary (Appointed w.e.f. 21.05.2024)
Smt. Pooja Gurwala	Company Secretary (Appointed w.e.f. 28.11.2023) (Ceased w.e.f. 21.05.2024)

**(B) Other Directors****Government Nominee Part-Time (Official) Directors**

Name	Designation
Shri Anupum Singh	Government Nominee Part-Time (Official) Director (Appointed w.e.f. 6.11.2024)
Shri Anand Bhatia	Government Nominee Part-Time (Official) Director (Appointed w.e.f. 04.02.2025)
Shri Dhananjaya Singh	Government Nominee Part-Time (Official) Director (Ceased w.e.f. 6.11.2024)
Shri Brijesh Kumar Gupta	Government Nominee Part-Time (Official) Director (Ceased w.e.f. 29.04.2024)
Shri Ajay Kumar Chauhan	Independent Part-time (Non-Official) Director (Ceased w.e.f. 8.11.2024)
Shri Dipendra Kumar Gupta	Independent Part-time (Non-Official) Director (Ceased w.e.f. 8.11.2024)
Smt. Ranjana Upadhyay	Independent Part-time (Non-Official) Director (Ceased w.e.f. 8.11.2024)
Dr. Kartik Chandulal Bhadra	Independent Part-time (Non-Official) Director (Ceased w.e.f. 28.12.2024)
Shri T.Varadharajan	Independent Part-time (Non-Official) Director (appointed w.e.f. 15.05.2025)

**(v) Post Employment Benefit Plans**

Ircon Gratuity Trust  
 Ircon Employees Contributory PF Trust  
 Ircon Medical Trust  
 Ircon Defind Contribution Superannuation Pension Scheme, 2009 Trust

**(vi) Government Related Entities:**

'The Company is a Central Public Sector Enterprise (CPSE) under the Ministry of Railways. The Company is controlled by Government of India (GOI), by holding 65.17 % of equity shares in the name of President of India as at 31st March, 2025. Pursuant to Para 25 and 26 of Ind AS 24, entities over which the same government has control or joint control of, or significant influence, then the reporting entity and other entities shall be regarded as related parties. Transactions with these parties are carried out at market terms at arm length basis. The Company has applied the exemption available for government related entities and have made limited disclosures in the financial statements.

The Group has significant transaction with the following government related entities:

Name of the Entity	Relationship
Ministry of Railways	Controlling Entity
Rail Land Development Authority	Statutory Authority under Ministry of Railways
Indian Railway Finance Corporation	Railway PSU

**(v) Other Related Parties:**

Associate of Joint Venture Companies  
 Mahanadi Coalfield Limited

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

#### b. Transactions with Key Management Personnel (KMP) are as follows:

(₹ in crore)

S. No.	Particulars	For the year ended 31st March 2025	For the year ended 31st March 2024
1	Short term employment benefits (i)	3.57	2.28
2	Post-employment benefits	0.57	0.39
2	Other long-term employment benefits	0.19	0.07
3	Sitting fees	0.18	0.18
	<b>Total</b>	<b>4.51</b>	<b>2.92</b>

#### Note:

- (i) Figures of FY 2024-25 include PRP of **₹0.59 crore** paid during the year for the previous financial years 2022-23 and 2023-24 on provisional basis ( For FY 2023-24 include PRP of ₹0.31 crore paid during the year for the previous financial year 2022-23 on provisional basis ).
- (ii) Recovery as applicable has been made from Directors who have been provided with Company accommodation and car.

#### Transactions with other related parties are as follows:

(₹ in crore)

S.No.	Nature of transaction	Name of related party	Nature of relationship	For the year ended 31st March 2025	For the year ended 31st March 2024
<b>1</b>	<b>Sale of goods and services</b>				
<b>1.1</b>	<b>Contract Revenue</b>	Chhattisgarh East Railway Limited	Joint Venture Companies	143.99	66.36
		Chhattisgarh East-West Railway Limited	Joint Venture Companies	972.34	619.56
		Mahanadi Coal Railway Limited	Joint Venture Companies	11.10	15.62
		Jharkhand Central Railway Limited	Joint Venture Companies	363.37	333.48
		Baster Railway Private Limited	Joint Venture Companies	-	-
		Mahanadi Coalfield Limited	Associate of Joint Venture	4.41	4.41
		Ministry of Railways	Government Related Entities	5088.52	7161.46
<b>1.2</b>	<b>Rent Income</b>	Ircon-Soma Tollway Private Limited	Joint Venture Companies	0.04	0.04
		Rail Land Development Authority	Government Related Entities	0.09	0.10
	<b>Purchases</b>	Ministry of Railways	Government Related Entities	1.93	-
<b>2</b>	<b>Service fees for Additional Land</b>	Project Ten Renewable Power Private Limited	Subsidiary Company having significant influence	2.75	-
<b>3</b>	<b>Reimbursement of Deputation Staff Expenses, Rent &amp; Other Misc. Expenses (Income)</b>	Ircon-Soma Tollway Private Limited	Joint Venture Companies	0.64	0.92
		Chhattisgarh East Railway Limited	Joint Venture Companies	0.52	0.33
		Chhattisgarh East-West Railway Limited	Joint Venture Companies	-	0.64
		Mahanadi Coal Railway Limited	Joint Venture Companies	0.42	0.42
		Jharkhand Central Railway Limited	Joint Venture Companies	0.46	0.35
		Indian Railway Station Development Corporation Limited	Joint Venture Companies	0.16	0.06
		Ayana Renewable Power Private Limited	Non Controlling Interest	2.63	4.48

**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS****For The Year Ended 31<sup>st</sup> March 2025**

S.No.	Nature of transaction	Name of related party	Nature of relationship	For the year ended 31st March 2025	For the year ended 31st March 2024
<b>4</b>	<b>Interest Income</b>				
<b>4.1</b>	<b>Interest Income on loans</b>	Chhattisgarh East Railway Limited	Joint Venture Companies	–	0.29
		Chhattisgarh East-West Railway Limited	Joint Venture Companies	1.51	0.78
		Mahanadi Coal Railway Limited	Joint Venture Companies	0.50	3.30
<b>4.2</b>	<b>Interest Income on Advances</b>	Rail Land Development Authority	Government Related Entities	–	2.07
<b>4.3</b>	<b>Interest Income on Bonds</b>	Indian Railway Finance Corporation Limited	Government Related Entities	3.92	10.85
<b>4.4</b>	<b>Dividend Income</b>	Ircon-Soma Tollway Private Limited	Joint Venture Companies	102.50	69.50
<b>5</b>	<b>Dividend</b>				
<b>5.1</b>	<b>Dividend distribution</b>	Ministry of Railways	Government Related Entities	180.82	206.48
<b>5.3</b>	<b>Profit on Sale of Investment Passed on</b>	Ministry of Railways	Government Related Entities	4.18	9.50
<b>6</b>	<b>Interest Expense</b>				
<b>6.1</b>	<b>Interest Expense passed on</b>	Mahanadi Coal Railway Limited	Joint Venture Companies	0.19	0.20
<b>6.2</b>	<b>Interest Expense passed on</b>	Ministry of Railways	Government Related Entities	29.13	60.90
<b>6.3</b>	<b>Interest Expense passed on</b>	Mahanadi Coalfield Limited	Associate of Joint Venture	1.14	1.28
<b>6.4</b>	<b>Interest Expense passed on</b>	Indian Railway Finance Corporation Limited	Government Related Entities	–	2.07
<b>7</b>	<b>Investment in Equity Shares</b>				
<b>7.1</b>	<b>Equity Investment / Interest Free Loan / (Deemed Equity) – Received from NCI</b>	Ayana Renewable Power Private Limited	Non Controlling Interest	–	22.11
<b>8</b>	<b>Interest Free Loan / Deemed Equity)</b>				
		Mahanadi Coal Rail Limited	Joint Venture Companies	–	32.50
		Chhattisgarh East-West Railway Limited	Joint Venture Companies	48.36	16.12
		Chhattisgarh East Railway Limited	Joint Venture Companies	15.60	15.00
<b>8.1</b>	<b>Issue of 14% Debenture</b>	Ayana Renewable Power Private Limited	Non Controlling Interest	209.00	–
				16.86	–
<b>8.2</b>	<b>Interest on 14% Debenture</b>				
<b>9</b>	<b>Recovery of Loans</b>	Chhattisgarh East-West Railway Limited	Joint Venture Companies	–	–
<b>10</b>	<b>Recovery of Advances</b>	Rail Land Development Authority	Government Related Entities	–	615.31
<b>11</b>	<b>Repayment of Loans</b>	Indian Railway Finance Corporation Limited	Government Related Entities	–	615.31
<b>12</b>	<b>Advances Received</b>	Chhattisgarh East Railway Limited	Joint Venture Companies	18.05	0.74
		Chhattisgarh East-West Railway Limited	Joint Venture Companies	311.54	65.54
		Jharkhand Central Railway Limited	Joint Venture Companies	456.52	405.61
		Rail Land Development Authority	Government Related Entities	108.13	90.00
		Ministry of Railways	Government Related Entities	4336.16	6046.42

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

S.No.	Nature of transaction	Name of related party	Nature of relationship	For the year ended 31st March 2025	For the year ended 31st March 2024
13	Repayment of Advances	Chhattisgarh East Railway Limited	Joint Venture Companies	5.34	0.08
		Chhattisgarh East-West Railway Limited	Joint Venture Companies	292.51	86.59
		Jharkhand Central Railway Limited	Joint Venture Companies	394.86	403.76
		Rail Land Development Authority	Government Related Entities	108.66	140.76
		Ministry of Railways	Government Related Entities	4934.15	5643.10
14	Post Employment Benefit Plans				
14.1	Contribution made during the year	Ircon Gratuity Trust	Post Employment Benefit Plans	4.64	5.45
		Ircon Employees Contributory PF Trust	Post Employment Benefit Plans	44.40	42.54
		Ircon Medical Trust	Post Employment Benefit Plans	5.02	5.17
		Ircon Defind Contribution Superannuation Pension Scheme, 2009 Trust	Post Employment Benefit Plans	–	5.74

**Note:**

- (i) Refer Note 40 for guarantees and other commitments with subsidiary companies, joint venture companies and joint operations.
- (ii) Purchases from MOR are heterogeneous in nature, thus immaterial. Hence not disclosed

**c) Outstanding balances with the related parties are as follows:**

(₹ in crore)

S.No.	Nature of transaction	Name of related party	Nature of relationship	As at 31st March, 2025	As at 31st March, 2024
1	Equity Investments (Including Deemed Equity)	Ircon-Soma Tollway Private Limited	Joint Venture Companies	64.15	64.15
		Chhattisgarh East Railway Limited	Joint Venture Companies	244.06	228.46
		Chhattisgarh East-West Railway Limited	Joint Venture Companies	258.47	210.11
		Mahanadi Coal Railway Limited	Joint Venture Companies	110.50	110.50
		Jharkhand Central Railway Limited	Joint Venture Companies	140.37	140.37
		Baster Railway Private Limited	Joint Venture Companies	76.34	76.34
		Indian Railway Station Development Corporation Limited	Joint Venture Companies	52.00	52.00
2	Investment in Bonds	Indian Railway Finance Corporation Limited	Government Related Entities	55.20	55.20
3	Equity Investments (Including Deemed Equity)-Received	Ayana Renewable Power Private Limited	Non Controlling Interest	–	35.31
4	Amount recoverable other than loans				
4.1	Trade Receivables	Chhattisgarh East Railway Limited	Joint Venture Companies	24.75	39.69
		Chhattisgarh East-West Railway Limited	Joint Venture Companies	69.24	25.43
		Mahanadi Coal Railway Limited	Joint Venture Companies	0.93	0.77
		Jharkhand Central Railway Limited	Joint Venture Companies	0.1	–
		Baster Railway Private Limited	Joint Venture Companies	13.85	14.09



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

S.No.	Nature of transaction	Name of related party	Nature of relationship	As at 31st March, 2025	As at 31st March, 2024
4.2	(a) <b>Contract Assets Billable Revenue/ Receivable not due and CWIP at Realisable Value</b>	Mahanadi Coalfield Limited	Associate of Joint Venture	0.77	0.82
		Ministry of Railways	Government Related Entities	645.65	111.14
		Chhattisgarh East Railway Limited	Joint Venture Companies	55.70	32.76
		Chhattisgarh East-West Railway Limited	Joint Venture Companies	88.90	25.15
		Baster Railway Private Limited	Joint Venture Companies	9.41	9.41
		Jharkhand Central Railway Limited	Joint Venture Companies	26.29	4.23
		Ministry of Railways	Government Related Entities	132.40	124.64
	(b) <b>Retention Money and Money Withheld</b>	Chhattisgarh East Railway Limited	Joint Venture Companies	3.83	3.21
		Chhattisgarh East-West Railway Limited	Joint Venture Companies	16.66	18.34
		Mahanadi Coal Railway Limited	Joint Venture Companies	3.06	7.59
		Jharkhand Central Railway Limited	Joint Venture Companies	1.32	1.83
		Ministry of Railways	Government Related Entities	22.72	27.74
4.3	<b>Advance and Claims Recoverable</b>	Ircon-Soma Tollway Private Limited	Joint Venture Companies	0.05	-
		Chhattisgarh East Railway Limited	Joint Venture Companies	0.65	0.39
		Mahanadi Coal Railway Limited	Joint Venture Companies	3.81	3.35
		Jharkhand Central Railway Limited	Joint Venture Companies	0.10	0.08
		Baster Railway Private Limited	Joint Venture Companies	0.02	0.02
		Rail Land Development Authority	Government Related Entities	4.64	19.64
4.4	<b>Interest Accrued on loans</b>				
		Chhattisgarh East-West Railway Limited	Joint Venture Companies	12.93	11.57
		Mahanadi Coal Railway Limited	Joint Venture Companies	3.42	2.97
4.5	<b>Interest Accrued on advances</b>	Rail Land Development Authority	Government Related Entities	10.88	9.56
4.6	<b>Interest Accrued on bonds</b>	Indian Railway Finance Corporation Limited	Government Related Entities	2.7	7.63
4.7	<b>Recoverables from Trusts</b>	Ircon Gratuity Trust	Post Employment Benefit Plans	0.72	7.16
5	<b>Debenture Outstanding Including Interest</b>	Ayana Renewable Power Private Limited	Non Controlling Interest	224.17	-
6	<b>Amount Payable towards</b>				
6.1	<b>Trade Payables</b>				
6.2	<b>Contract Liabilities (Advances and Advance Contract Receipts)</b>	Ministry of Railways	Government Related Entities	496.28	839.87
		Chhattisgarh East Railway Limited	Joint Venture Companies	27.10	8.05
		Chhattisgarh East-West Railway Limited	Joint Venture Companies	114.99	104.01

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

S.No.	Nature of transaction	Name of related party	Nature of relationship	As at 31st March, 2025	As at 31st March, 2024
6.3	Other Payable to Client	Jharkhand Central Railway Limited	Joint Venture Companies	83.32	21.65
		Chhattisgarh East Railway Limited	Joint Venture Companies	0.61	0.61
		Mahanadi Coal Railway Limited	Joint Venture Companies	-	2.98
		Mahanadi Coalfield Limited	Associate of Joint Venture	19.35	25.60
		Ministry of Railways	Government Related Entities	590.41	593.35
		Project Ten Renewable Power Private Limited	Subsidiary Company having significant influence	2.48	-
6.4	Interest Payable on Borrowings	Ayana Renewable Power Private Limited	Non Controlling Interest	5.40	4.23
6.5	Interest Payable on Advances	Indian Railway Finance Corporation Limited	Government Related Entities	-	-
		Chhattisgarh East Railway Limited	Joint Venture Companies	0.67	-
		Chhattisgarh East-West Railway Limited	Joint Venture Companies	0.20	-
		Mahanadi Coal Railway Limited	Joint Venture Companies	0.01	0.62
		Jharkhand Central Railway Limited	Joint Venture Companies	3.14	1.12
		Mahanadi Coalfield Limited	Associate of Joint Venture	3.40	1.59
		Ministry of Railways	Government Related Entities	210.60	284.83
6.6	Payable to Trust	Ircon Gratuity Trust	Post Employment Benefit Plans	4.64	3.81

### d) Terms and conditions of transactions with related parties

- Transactions with related parties are made on terms equivalent to those that prevail in arm's length transactions.
- Outstanding balances of related parties at the year-end are unsecured and settlement occurs through banking transactions. These balances other than loans and interest bearing advances are interest free.
- The loans to key management personnel are on the same terms and conditions as applicable to all other employees.

## 38. Earnings Per Share

Disclosure as per Ind AS 33 'Earnings per share'

Basic EPS is calculated by dividing the profit for the year attributable to equity holders by the weighted average number of equity shares outstanding during the year.

Diluted EPS is calculated by dividing the profit for the year attributable to the equity holders after considering the effect of dilution by weighted average number of equity shares outstanding during the year plus the weighted average number of equity shares that would be issued on conversion of all the dilutive potential equity shares into equity shares.

### (i) Basic and diluted Earnings Per Share (in ₹ )

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

Particulars	Note	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Profit attributable to Equity holders (₹ in crore)	(ii)	727.41	929.57
Weighted average number of equity shares for Basic and Diluted EPS* (in numbers)	(iii)	94,05,15,740	94,05,15,740
Earnings per share (Basic)		7.73	9.88
Earnings per share (Diluted)		7.73	9.88
Face value per share		2.00	2.00

\* During the financial year 2023-24, the promoter has divested their stake through "Offer for Sale" of 7,53,73,258 equity shares in the company which is 8.01% of the issued/subscribed and paid up capital of the Company.

### (ii) Profit attributable to equity shareholders (used as numerator) (₹ in crore)

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Profit for the year as per Statement of Profit and Loss	727.41	929.57
Profit attributable to Equity holders of the Parent used for computing EPS:	727.41	929.57

### (iii) Weighted average number of equity shares (used as denominator) (Nos.)

Particulars	For the year ended 31st March, 2025	For the year ended 31st March, 2024
Opening balance of issued equity shares	94,05,15,740	94,05,15,740
<b>Weighted average number of equity shares for computing Basic EPS</b>	<b>94,05,15,740</b>	<b>94,05,15,740</b>
<b>Dilution Effect:</b>		
<b>Weighted average number of equity shares for computing Diluted EPS</b>	<b>94,05,15,740</b>	<b>94,05,15,740</b>

## 39. Impairment of Assets

During the year, Group has carried out assessment on impairment of individual assets by working out the recoverable amount based on lower of the net realizable value and carrying cost in terms of Ind AS 36, "Impairment of Assets" notified under section 133 of the companies Act, 2013 read with Rule 3 of the Companies (Indian Accounting Standards) Rules, 2015 and Companies (Indian accounting standards) Amendment Rules 2016. Accordingly, impairment loss of Nil (Nil) has been provided for.

## 40. Provisions, Contingencies and Commitments

### (i) Provisions

The nature of provisions provided and movement in provisions during the year as per Ind AS 37 'Provisions, Contingent Liabilities and Contingent Assets' are disclosed in Note 21.

### (ii) Contingent Liabilities

Disclosure of Contingent Liabilities as per Ind AS 37 'Provisions, Contingent Liabilities and Contingent Assets' is as under:

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

(₹ in crore)

	Particulars	Foot Note	As at 31st March 2024	Addition during the year	Total Claims Settled during the year	As at 31st March 2025
<b>a)</b>	<b>Claims against the Group not acknowledged as debts :</b>					
	Disputed Direct tax demands					
	(i) in respect of the Holding Company	1	46.77	0.03	(2.08)	44.72
	(ii) in respect of the Joint Operations			0.01		0.01
	Disputed Indirect tax demands					
	(i) in respect of the Holding Company	2	248.51	21.93	(67.60)	202.84
	(ii) in respect of the Joint Operations	3	3.07	–	–	3.07
	(iii) in respect of the Subsidiaries	11	–	10.88		10.88
	Legal Cases					
	(i) in respect of the Holding Company	4	552.55	6.56	(31.09)	528.02
	(ii) in respect of the Joint Operations	5	0.02	0.00	–	0.02
	In respect of Subsidiary	6	15.12	105.64	–	120.76
<b>c)</b>	<b>Guarantees (excluding financial guarantees) issued by the company on behalf of</b>					
	Subsidiaries Companies	7 (i&ii)	1,577.32	733.14	(50.26)	2,260.20
<b>d)</b>	<b>Other money for which Group is contingent liable</b>					
	Liquidated damages pending disposal of application for extension of time by clients		9.27			9.27
	<b>Total</b>		<b>2,452.63</b>	<b>878.19</b>	<b>(151.03)</b>	<b>3,179.79</b>

### Foot Note:

- The Income Tax Authority have raised demands on account of various disallowances pertaining to different assessment years. Many of these matters were adjudicated in favour of Company but are disputed before higher authorities by the concerned departments. The Group is contesting these demands, which are pending at various appellate levels. Based on the advice from the independent tax experts and the developments on the appeals, the management is confident that additional tax so demanded will not be sustained on completion of the appellate proceedings and accordingly, pending the decision by the appellate authorities, no provision has been made in these financial statements.
- There are various disputes pending with authorities of excise, customs, service tax, sales tax, VAT etc. The Group is contesting these demands raised by concerned authorities and are pending at various appellate authorities. Based on the grounds of appeal and advice of the independent legal experts, the management believes that there is reasonable strong likelihood of succeeding before the various authorities. Pending the final decisions on the above, no adjustment has been made in these financial statements. The above disputed indirect tax demands includes ₹144.85 Crore which is reimbursable from clients.
- In case of International Metro Civil Contractor, a Joint Operation of the Group, there is disputed demand pending with the sales tax authorities amounting to ₹3.07 Crore (₹3.07 crore) on account of disallowance of labour expenses. The joint operation had filed appeals before the appropriate appellate authorities against the demand. The decision is pending before the appellate authorities and therefore, no provision has been made in the financial statements.
- The Group is a party to several legal suits on construction contract terms related disputes, pending before various courts and arbitration proceedings in India and abroad. Some of the contractors have lodged claims on the company seeking enhancement of the contract price, revision of work schedule with price escalation, compensation for the extended period of work, idle charges etc. These claims are being contested by the company as being not admissible.

**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS****For The Year Ended 31<sup>st</sup> March 2025**

in terms of provisions of the respected contracts. Against a total claim of **₹592.33 crore** (₹613.53 crore), provision of **₹64.30 crore** (₹60.99 crore) has been made and balance **₹528.02 crore** (₹552.54 crore) is shown as contingent liability. The Group has also made counter claims on the contractors admissible as per the terms of the contract of **₹255.02 crore** (₹222.44 crore). Interest on claims is not considered, being unascertainable.

- 5 One of the contractor, M/s Sai Engineers has filed suit against International Metro Civil Contractor for an amount of **₹0.02 crore** (₹0.02 crore) for dispute on contract terms. The decision is pending before the appellate authorities and therefore, no provision has been made in the financial statements.

- 6 "(i) IISL is party to some of the legal case filled by employees which are pending before court/ arbitration proceedings in India . These claims are being contested by the company as being not admissible in terms of provisions of the respected contracts and strong likelihood of succeeding before the authorities. Interest on claims is not considered, being unascertainable. However, There are some cases relating to Groups are pending in the Courts against the Company in respect of which the liability is not ascertainable.

(ii) IISL is party to several legal /arbitration cases related to various dispute rasied by MFC concessionaires after termination of the sub lease agreement. The concessionaires have disputed to various terms of the sub lease agreement and lodged claim on the company seeking waiver of amount payable which is not as per terms of the condition along with other non legitimated demands. These claims are being contested by the company as being not admissible in terms of provisions of the respected contracts and strong likelihood of succeeding before the authorities. Against a total claim of **₹144.65 crores** (₹33.78 crore), provision of **₹29.27 crore** (₹22.66 crore) has been made in the financial statements and balance **₹115.39 crore** (₹11.11 crore) is shown as contingent liability. The Company has also made counter claims against these cases on concessioanar and admissible as per the terms of the contract of **₹63.56 crore** (₹57.38 crore). Interest on claims is not considered, being unascertainable.

(iii) IISL is also party to some of the legal/arbitration cases related to construction contract terms with contractors (other than MFCs) which are pending before court/ arbitration proceedings in India . These claims are being contested by the company as being not admissible in terms of provisions of the respected contracts and strong likelihood of succeeding before the authorities. Interest on claims is not considered, being unascertainable.

- 7(i) The Group has given letter of comfort on behalf of its subsidiary company, Ircon Infrastructure and Services Limited for an amount of **₹2.05 crore** ( ₹2.05 crore) for performance guarantee submitted to client.

- (ii) The Group has given corporate guarantee to various Banks on behalf of and in respect of term loan facility for its subsidiary companies for an amount of **₹3,841.63 crore** (₹3,841.63 crore). The term loan availed (net of repayment) by the subsidiary companies as on 31.03.2025 is **₹2258.15 crore** (₹1,575.27 crore).

- 8 The Ircon Shivpuri Guna Tollway Limited is a party to certain claims raised by NHAI related to delays, non achievement of milestones, damages in O&M works, etc. These claims are being contested by the company as being not admissible in terms of provisions of the contract. These claims amounting to **₹16.97 crore** (₹16.97 crores), is contingent liability. The Company has also made counter claims on NHAI admissible as per the terms of the contract of ₹96.98 crore (₹96.98).

- 9 Ircon PB Tollway Limited is a party to certain claims raised by NHAI related to delays, non achievement of milestones, damages in O&M works, etc. These claims are being contested by the company as being not admissible in terms of provisions of the respected contracts. These claims totalling to **₹47.42 crore** (₹47.42), is shown as contingent liability . The Company has also made counter claims on NHAI admissible as per the terms of the contract of **₹338.05 crore** (₹338.05 crore).

- 10 In respect of IPBTL **₹132.63 Crores** ( excluding interest on such demand as appearing on Income tax portal for ₹50.59 crores), pertains to one Income tax demand for FY 2017-18 against which appeal has been filed with the Income Tax department, Income tax refund due to the Company for ₹1.85 crores, ₹2.31 crores, ₹0.18 crores , ₹0.09 crores, ₹0.04 crores and ₹0.01 crores pertaining to AY 2019-20, AY 2020-21, AY 21-22, AY 22-23 ,AY 23-24 adn AY 24-25 respectively has not been released by the Income Tax department against above demand. Appeal was filed in FY 2022-23 and one hearing was held during the financial year 2023-24, and 2024-25 without conclusion. Next hearing date is yet to be confirmed at the close of the financial year.

Further, there is one dispute pending with GST authorities for an amount of ₹112.96 crores ( ₹Nil crores) excluding interest and penalties. The matter pending with GST Appellate Authority. Based on the grounds of appeals and advice of independent legal experts , the management believes that there is reasonably strong likelihood of succeeding before the Appellate Authority. Pending the final decision on above, no adjustment has been made in the financial statements."

- 11 During FY 2024-25, IISL has received a demand order dated 30.08.2024 relating to FY 2019-20 under Section 73 of the CGST Act, 2017. The Company is contesting this demands raised by concerned authorities and are pending at appellate authorities. Based on the grounds of appeal and advice of the independent legal experts, the management believes that



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

there is reasonable strong likelihood of succeeding before the authority . Pending the final decisions on the above, no adjustment has been made in these financial statements.

- 12 An intimation demand order has been issued to Ircon Davanagere Haveri Highway Limited under 143(1), for an amount of ₹1.22 Crore for the AY 2023-24 dated 09.01.2024 & ₹2.26 Crores for the AY 2022-23 dated 01.03.2024. For the AY 2022-23, the company got relief from ITAT vide order dated 12.03.2025 where the amount of demand ₹1.22 Crore was dropped. For the AY 2023-24, the company got relief from CIT(A) under section 250 of the Income tax Act, 1961 vide order dated 09.01.2024 where the amount of demand ₹2.26 Crores was dropped.

#### (iii) Contingent Assets

**Disclosure of Contingent Assets as per Ind AS 37 'Provisions, Contingent Liabilities and Contingent Assets' is as under:**

- Claims raised by Group on some of its clients and awarded by arbitrators in favour of Group against which clients have gone to court not accounted for as receivables are **₹454.60 crore** (₹461.40 crore) including interest calculated up to 31.03.2025 as per arbitration award.
- Counter Claims raised by Group on sub-contractors and awarded by arbitrators in favour of Group against which sub-contractors have gone to court, not accounted for as receivables are **₹15.36 crore** (₹14.16 crore).
- Insurance Claim of **USD 0.95 Mn** (USD 0.95 Mn) and Ethiopian Bir **1.34 Mn** (1.34 Mn ) equivalent to **₹8.16 crore** (₹8.03 crore ) including interest calculated upto 31.03.2025 awarded by Honourable Supreme Court of Ethiopia in favour of Group has not been accounted for, pending execution order by High Court of Ethiopia.
- IISL has made various counter claims against claimed mentioned under note 28(A)(a) for **₹63.56 crore** (₹57.38 crore). Claims raised by company on MFC concessionaires and awarded by Estate, officer, Railway in favour of company against which concessionaires have gone to court, not accounted for as receivables are **₹14.27 crore** (₹2.46 crore).

#### (iv) Commitments

(₹ in crore)

	Particulars	Foot Note	As at 31st March 2025	As at 31st March 2024
<b>a)</b>	<b>Capital Commitments</b>			
	Estimated amount of contracts remaining to be executed on capital account (net of advance) and not provided for:	1	53.09	38.71
<b>b)</b>	<b>Other Commitments</b>			
(i)	Funding committed by way of equity and loans in Joint Venture Companies	2	194.50	113.98
(ii)	Counter Bank Guarantee for Subsidiary Companies	3	245.62	286.88
	Corporate Guarantee for Subsidiary Companies	4	1452.87	2,186.11
	Sponsor's Support Agreement on behalf of Joint Venture	5	1712.1	1,712.10
			<b>3658.18</b>	<b>4337.78</b>

#### Foot Note:

(₹ in crore)

1.	S. No	Capital Commitments	As at 31st March 2025	As at 31st March 2024
	1	Estimated amount of contracts remaining to be executed on Property, Plant and Equipment	42.95	21.72
	2	Estimated amount of contracts remaining to be executed on Investment Property	0.99	5.95
	3	Estimated amount of contracts remaining to be executed on Intangible Assets under development-Holding Company	9.15	11.04
		<b>Total</b>	<b>53.09</b>	<b>38.71</b>

**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS****For The Year Ended 31<sup>st</sup> March 2025**

(₹ in crore)

2. S. No	Name of the Joint Venture Company	As at 31st March 2025		As at 31st March 2024	
		Equity	Loans	Equity	Loans
1	Chhattisgarh East Railway Limited	0.07	18.07	–	18.14
2	Chhattisgarh East-West Railway Limited *	0.01	128.88	0.01	48.36
3	Mahanadi Coal Rail Limited	–	22.13	–	22.13
4	Baster Railway Private Limited	0.01	25.33	0.01	25.33
	<b>Total</b>	<b>0.09</b>	<b>194.41</b>	<b>0.02</b>	<b>113.96</b>

- \* The Holding Company Board of Directors (BoD) has approved a resolution on 26<sup>th</sup> March, 2025 through which the loan commitment to Chhattisgarh East-West Railway Limited has been increased by **₹128.88 crore**. Accordingly, the values of the commitments have been disclosed.
3. Holding Company's Non Fund based limits earmarked for issuance of bank guarantee to subsidiary companies amounts to **₹747.95 crore** (₹747.95 crore). Out of the said limit, bank guarantees to the extent of **₹245.62 crore** (₹461.07 crore) has been utilised as on 31.03.2025. Therefore, the balance limit for issuance of bank guarantee is **₹502.33 crore** (₹286.88 crore).
4. The Holding Company has given corporate guarantee to various Banks on behalf of and in respect of term loan facility for its subsidiary companies for an amount of **₹3841.63 crore** (₹3841.63 crore). The subsidiary companies have availed term loan of **₹2388.66 crore** (₹1655.52 crore) till 31.03.2025. The subsidiary companies have repaid an amount of **₹130.51 crore** (₹80.25 crore) against these term loans and the term loan balance as on 31.03.2025 is **₹2258.15 crore** (₹1575.27 crore).
5. (i) The Company along with SECL (Sponsors) have executed Sponsor's Support Agreement on behalf of its Joint Venture, Chhattisgarh East West Railway Ltd.(CEWRL), wherein it has been stated that in case of termination of the Concession Agreement due to an event of default by the Borrower prior to the achievement of the Commercial Operation Date the Sponsors shall meet any shortfall in the Debt Service obligations of the Borrower, to the satisfaction of the Lenders, without recourse to the Borrower and/or the Project. IRCON's share as per the given amount of Rupee Term Loan is ₹1033.76 crore (26% of total loan of ₹3976 crore) as on 31st March 2025 (31st March, 2024: ₹1033.76 crore).
- (ii) The Company along with CCL (Sponsors) have executed Sponsor's Support Agreement on behalf of its Joint Venture, Jharkhand Central Railway Ltd. (JCRL), wherein it has been stated that in case of termination of the Concession Agreement due to an event of default by the Borrower prior to the achievement of the Commercial Operation Date the Sponsors shall meet any shortfall in the Debt Service obligations of the Borrower, to the satisfaction of the Lenders, without recourse to the Borrower and/or the Project. IRCON's share as per the given amount of Rupee Term Loan is **₹327.60 crore** (26% of total loan of ₹1259.75 crore) as on 31st March 2025 (31st March, 2024: ₹327.60 crore)
- (iii) The Company along with SECL and CSIDCL (Sponsors) have executed Sponsor's Support Agreement on behalf of its Joint Venture, Chhattisgarh East Railway Ltd.(CERL), wherein it has been stated that in case of termination of the Concession Agreement due to an event of default by the Borrower prior to the achievement of the Commercial Operation Date the Sponsors shall meet any shortfall in the Debt Service obligations of the Borrower, to the satisfaction of the Lenders, without recourse to the Borrower and/or the Project. IRCON's share as per the given amount of Rupee Term Loan is **₹350.74 crore** (26% of total loan of ₹1,349.00 crore) as on 31st March 2025 (31st March, 2024: ₹350.74 crore).
6. Estimated Amount of Contracts remaining to be executed on capital accounts of **₹608.50 Crore** (for 31st March 2024 ₹1649.19 Crore) for construction of soaar projects and Other Commitments of **₹37.52 Crores** ( ₹38.02 Crores) for operation & maintenance of solar project pertains to Ircon Renewable Power Limited .
7. There is an outstanding Letter of Credit as on 31st March, 2025 amounting to **₹135.86 crore** (31st March, 2024 ₹3.42 crore). Guarantees issued by IRPL including letter of Credit of **₹494.52 Crore**.
8. Concessaire fees payable of **₹395.89 Crore** (₹422.95 Crore) to NHAI till end of Concessionaire period of the Toll Road regarding other commitments of Ircon Shivpuri Guna Tollway Limited
9. Disputed GST Demands in respect of IVKEL is of **₹60.12 Crore** ( ₹191.16 Crore) and in respect of IDHHL of **₹3.47 Crore** (₹3.47).

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

### 41. Segment Reporting

#### Segment Reporting

Disclosure as per Ind AS 108 "Operating Segment" is given as under:

#### A. General information

"Operating segments are defined as components of an enterprise for which discrete financial information is available which is being evaluated regularly by the Chief Operating Decision Maker (CODM) in deciding how to allocate resources and assessing performance. The Board of Directors of the Group is the Chief Operating Decision Maker (CODM). The operating segments have been reported in a manner consistent with the internal reporting provided to the Chief Operating Decision Maker (CODM) for review of performance and allocating resources. The Group has determined reportable operating segments from geographical perspective.

#### B. Information about reportable segments and reconciliation to amounts reflected in the financial statements:

(₹ in crore)

Particulars	International		Domestic		Total	
	For the year ended 31st March 2025	For the year ended 31st March 2024	For the year ended 31st March 2025	For the year ended 31st March 2024	For the year ended 31st March 2025	For the year ended 31st March 2024
<b>Segment Revenue</b>						
Revenue from external customers	339.10	574.82	10,420.48	11,938.83	<b>10,759.58</b>	<b>12,513.65</b>
<b>Total Operating Revenue</b>	<b>339.10</b>	<b>574.82</b>	<b>10,420.48</b>	<b>11,938.83</b>	<b>10,759.58</b>	<b>12,513.65</b>
Interest income	26.18	43.11	264.15	275.67	<b>290.33</b>	<b>318.78</b>
Other Income	17.61	1.14	63.51	36.95	<b>81.12</b>	<b>38.09</b>
Inter – segment	–	–	–	–	–	–
<b>Total Revenue</b>	<b>382.89</b>	<b>619.07</b>	<b>10,748.14</b>	<b>12,251.45</b>	<b>11,131.03</b>	<b>12,870.52</b>
<b>Segment Result</b>						
Profit before provision, depreciation, interest and exceptional item and tax	100.48	206.34	1,468.07	1,425.07	<b>1,568.55</b>	<b>1,631.41</b>
Less: Provisions and write back	(4.54)	(3.11)	(349.29)	(165.84)	<b>(353.83)</b>	<b>(168.95)</b>
Less: Depreciation, amortization and impairment	(3.54)	(3.25)	(114.34)	(97.18)	<b>(117.88)</b>	<b>(100.43)</b>
<b>Less: Interest</b>	<b>(0.33)</b>	<b>–</b>	<b>(217.26)</b>	<b>(147.12)</b>	<b>(217.59)</b>	<b>(147.12)</b>
Add: Share of net profit of Joint Ventures accounted for using equity method	–	–	59.77	46.22	59.77	46.22
<b>Profit before tax</b>	<b>92.07</b>	<b>199.98</b>	<b>846.95</b>	<b>1,061.15</b>	<b>939.02</b>	<b>1,261.13</b>
<b>Less: Tax expense</b>	<b>(7.74)</b>	<b>(44.17)</b>	<b>(203.45)</b>	<b>(287.45)</b>	<b>(211.19)</b>	<b>(331.62)</b>
<b>Profit after tax</b>	<b>84.33</b>	<b>155.81</b>	<b>643.50</b>	<b>773.70</b>	<b>727.83</b>	<b>929.51</b>

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

(₹ in crore)

Particulars	International		Domestic		Total	
	As at 31st March 2025	As at 31st March 2024	As at 31st March 2025	As at 31st March 2024	As at 31st March 2025	As at 31st March 2024
Total Assets	1,053.19	1,035.10	18,468.09	16,417.06	<b>19,521.28</b>	<b>17,452.16</b>
Total Liabilities	825.46	852.45	12,333.87	10,693.61	<b>13,159.33</b>	<b>11,546.06</b>
Investment in joint ventures accounted for by equity method	-	-	885.72	864.50	<b>885.72</b>	<b>864.50</b>
Non current asset other than financial instruments, deferred tax assets, net defined benefit assets	92.56	90.10	3,835.58	2,858.48	<b>3,928.14</b>	<b>2,948.58</b>
Capital Expenditure for the year ending (Addition to PPE, CWIP, Investment Property, Other Intangible Assets, Intangible assets under development and Right-to-use)	1.26	0.09	1,260.64	581.81	<b>1,261.90</b>	<b>581.90</b>

### D. Information about major customer

The following table present Revenue derived by Company from single external customer in amounting to 10 per cent or more of the Company's revenues with reportable segments for the years ended March 31, 2025 and March 31, 2024:

Particulars	Segment	For the year ended 31st March, 2025	For the year ended 31st March 2024
<b>Revenue from External Customers:</b>			
Single Major Customer-01	Domestic	48.83%	<b>60.92%</b>
Single Major Customer-02	Domestic	19.45%	<b>19.20%</b>

## 42. Disclosure of Interest in Other Entities

Disclosures in compliance with Ind AS 112 "Disclosure of Interest in Other Entities" are as under:

### a). Investment in Joint Operations

Investment in following joint operations is accounted at cost.

(₹ in crore)

S. No.	Name of the Joint Operation	Principal Place of Business and Country of Incorporation	As at 31st March, 2025		As at 31st March, 2024	
			Proportion of direct ownership interest	Proportion of voting rights	Proportion of direct ownership interest	Proportion of voting rights
i)	<b>For projects in operation:</b>					
	Express Freight Consortium	Guajrat and Maharashtra, India	30.00	30.00	30.00	30.00
	Express Freight Railway Consortium	Maharashtra, India	30.00	30.00	30.00	30.00
	IRCON-PARAS-PCM JV	Uttarakhand, India	60.00	60.00	0.00	0.00
	IRCON-DRA JV	Odisha, India	51.00	51.00	0.00	0.00
	AMRIL-IRCON JV	Manipur, India	26.00	26.00	0.00	0.00
	BRC-IRCON JV	Meghalaya, India	26.00	26.00	0.00	0.00
	IRCON-SSNR JV	Madhya Pradesh, India	70.00	70.00	0.00	0.00

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

S. No.	Name of the Joint Operation	Principal Place of Business and Country of Incorporation	As at 31st March, 2025		As at 31st March, 2024	
			Proportion of direct ownership interest	Proportion of voting rights	Proportion of direct ownership interest	Proportion of voting rights
ii)	<b>Completed Joint Operations</b>					
	International Metro Civil Contractor	Delhi NCR, India	9.50	9.50	9.50	9.50
	Metro Tunnelling Group	Delhi NCR, India	9.50	9.50	9.50	9.50
	IRCON-AFCONS	Bangladesh	53.00	53.00	53.00	53.00
iii)	<b>Financially Closed Joint Operations</b>					
	Ircon-COBRA-ELIOP	Delhi NCR, India	61.22	61.22	61.22	61.22
	Ircon- Sree Bhawani Builders	Chennai, India	24.21	24.21	24.21	24.21
	Ircon-SMJ Project JV	Tamilnadu, India	55.00	55.00	55.00	55.00
	Ircon-GANNON Dunkerly	Uttar Pradesh, India	55.70	55.70	55.70	55.70
	Ircon-RCS-PFLEIDERER	J&K, India	65.08	65.08	65.08	65.08
	IRCON-SPSCPL	J&K, India	50.00	50.00	50.00	50.00
	RICON	Delhi NCR, India	49.00	49.00	49.00	49.00

### (b) Investment in Joint Venture Companies

S. No.	Name of the Joint Venture Company	Principal Place of Business and Country of Incorporation	As at 31st March, 2025		As at 31st March, 2024		Accounting Method
			Proportion of direct ownership interest	Proportion of voting rights	Proportion of direct ownership interest	Proportion of voting rights	
1	Ircon-Soma Tollway Private Limited	Maharashtra, India	50.00	50.00	50.00	50.00	Equity Method
2	Chhattisgarh East Railway Limited	Chhattisgarh, India	25.31	26.00	25.31	26.00	Equity Method
3	Chhattisgarh East-West Railway Limited	Chhattisgarh, India	26.00	26.00	26.00	26.00	Equity Method
4	Mahanadi Coal Railway Limited	Odisha, India	26.00	26.00	26.00	26.00	Equity Method
5	Jharkhand Central Railway Limited	Jharkhand, India	26.00	26.00	26.00	26.00	Equity Method
6	Bastar Railway Private Limited	Chhattisgarh, India	26.00	26.00	26.00	26.00	Equity Method
7	Indian Railway Stations Development Corporation Limited	Delhi NCR, India	26.00	26.00	26.00	26.00	Equity Method

### (c) Summarised Financial Interest in Joint Operations (to the extent of Company's share) (₹ in crore)

S. No.	Particulars	Name of the Joint Operation											
		IRCON-AFCONS		Express freight consortium		International Metro Civil Contractor		Metro Tunnelling Group		IRCON-PARAS-PCM JV		Total	
		2024-25	023-24	2024-25	2023-24	2024-25	2023-24	2024-25	2023-24	2024-25	2023-24	2024-25	2023-24
	<b>As at Year End:</b>												
1	<b>Assets</b>												
	PPE			-	-					0.01	-	0.01	-
	Capital Work in Progress			-	-					-	-	-	-
	Other Assets	-	0.42	-	-	4.51	4.46	0.85	1.87	1.01	-	6.37	6.75
												-	-



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

S. No.	Particulars	Name of the Joint Operation											
		IRCON-AFCONS		Express freight consortium		International Metro Civil Contractor		Metro Tunnelling Group		IRCON-PARAS-PCM JV		Total	
		2024-25	2023-24	2024-25	2023-24	2024-25	2023-24	2024-25	2023-24	2024-25	2023-24	2024-25	2023-24
<b>2</b>	<b>Liabilities</b>											-	-
	Provisions	-	-	-	-	0.03	0.02	0.07	0.08	-	-	0.10	0.10
	Other Liabilities	-	-	-	-	0.90	0.91	0.02	0.03	1.02	-	1.94	0.94
												-	-
	<b>For the year end:</b>											-	-
<b>3</b>	Total Income	-	-	1.59	1.65	0.08	0.07	0.07	0.10	-	-	<b>1.74</b>	<b>1.82</b>
<b>4</b>	Total Expenses	-	0.05	0.68	0.17	0.00	0.01	0.02	0.02	-	-	<b>0.70</b>	<b>0.25</b>
<b>5</b>	Total Taxes			0.46	0.53	0.03	0.02	0.02	0.20	-	-	<b>0.51</b>	<b>0.75</b>
<b>6</b>	Profit after tax	-	(0.05)	0.45	0.95	0.05	0.04	0.03	(0.12)	-	-	<b>0.53</b>	<b>0.82</b>
<b>7</b>	<b>Other Comprehensive Income</b>	-	-	-	-	-	-	-	-	-	-	-	-
<b>8</b>	<b>Total Comprehensive Income</b>	-	(0.05)	<b>0.45</b>	<b>0.95</b>	<b>0.05</b>	<b>0.04</b>	<b>0.03</b>	<b>(0.12)</b>	-	-	<b>0.53</b>	<b>0.82</b>

**Note:**

- During the FY 2024-25, following new joint operations are formed which have no financial transactions:-
  - IRCON-DRA JV
  - AMRIL-IRCON JV
  - BRC-IRCON JV
  - IRCON-SSNR JV
- Contingent Liabilities relating to Joint Operations are disclosed in Note 40.

**(d) Summarised Balance Sheet of Joint Venture Companies**

(₹ in crore)

S. No.	Particulars	Bastar Railways Private Limited		Chhattisgarh East Railway Limited		Chhattisgarh East West Railway Limited		Indian Railway of Stations Limited	
		As at 31-3-2025	As at 31-3-2024	As at 31-3-2025	As at 31-3-2024	As at 31-3-2025	As at 31-3-2024	As at 31-3-2025	As at 31-3-2024
1	Non-Current Assets	0.03	1.26	3810.21	3524.11	4636.69	3191.02	-	-
2	Current Assets	331.65	331.36	60.19	54.24	129.76	161.46	386.91	374.87
	<b>Total Assets (A)</b>	<b>331.68</b>	<b>332.61</b>	<b>3,870.40</b>	<b>3,578.35</b>	<b>4,766.45</b>	<b>3,352.47</b>	<b>386.91</b>	<b>374.87</b>
3	Non-Current Liabilities	-	-	3,072.80	2,672.58	3,709.65	2,566.61	-	-
4	Current Liabilities	38.50	38.69	225.50	211.14	159.54	53.23	70.55	64.14
	<b>Total Liabilities (B)</b>	<b>38.50</b>	<b>38.69</b>	<b>3,298.30</b>	<b>2,883.72</b>	<b>3,869.19</b>	<b>2,619.84</b>	<b>70.55</b>	<b>64.14</b>
<b>5</b>	<b>Net Assets (A-B)</b>	<b>293.18</b>	<b>293.93</b>	<b>572.10</b>	<b>694.63</b>	<b>897.26</b>	<b>732.64</b>	<b>316.36</b>	<b>310.73</b>
	a) Includes Cash & Cash Equivalents	36.43	34.71	6.42	31.67	127.05	157.61	2.12	0.50
	b) Includes Financial Liabilities (excluding Trade payables and other payables and excluding provisions)	-	-	3,077.65	2,672.58	3,709.73	2,566.66	52.72	56.04

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

(₹ in crore)

S. No.	Particulars	Ircon – Soma Tollway Private Limited		Jharkhand Central Railway Limited		Mahanadi Coal Railway Limited	
		As at 31-3-2025	As at 31-3-2024	As at 31-3-2025	As at 31-3-2024	As at 31-3-2025	As at 31-3-2024
1	Non-Current Assets	102.85	117.00	1517.58	873.84	401.46	405.98
2	Current Assets	306.66	359.92	71.49	159.31	56.66	46.20
	<b>Total Assets (A)</b>	<b>409.51</b>	<b>476.92</b>	<b>1,589.07</b>	<b>1,033.14</b>	<b>458.11</b>	<b>452.18</b>
3	Non-Current Liabilities	0.18	106.50	1,029.17	478.38	0.26	–
4	Current Liabilities	259.90	210.87	2.56	2.20	75.56	72.63
	<b>Total Liabilities (B)</b>	<b>260.08</b>	<b>317.37</b>	<b>1,031.72</b>	<b>480.58</b>	<b>75.82</b>	<b>72.63</b>
<b>5</b>	<b>Net Assets (A-B)</b>	<b>149.44</b>	<b>159.55</b>	<b>557.34</b>	<b>552.56</b>	<b>382.30</b>	<b>379.55</b>
	a) Includes Cash & Cash Equivalents	21.89	13.21	5.76	70.13	49.57	31.81
	b) Includes Financial Liabilities (excluding Trade payables and other payables and excluding provisions)	141.98	250.59	1,029.49	478.56	65.91	71.04

### (f) Summarised Statement of Profit and Loss of Joint Venture Companies:

(₹ in crore)

S. No.	Particulars	Bastar Railways Private Limited		Chhattisgarh East Railway Limited		Chhattisgarh East West Railway Limited		Indian Railway Stations Development Corporation Ltd	
		2024-25	2023-24	2024-25	2023-24	2024-25	2023-24	2024-25	2023-24
1	Revenue	–	–	109.38	51.17	–	–	3.62	5.15
2	Interest Income	2.54	2.31	0.05	–	–	–	9.63	9.14
3	Other Income	–	0.22	0.12	0.04	–	–	0.58	0.32
	<b>Total Income</b>	<b>2.54</b>	<b>2.53</b>	<b>109.56</b>	<b>51.21</b>	<b>–</b>	<b>–</b>	<b>13.83</b>	<b>14.61</b>
4	Expenses on Operations	–	–	32.76	33.57	–	–	3.69	4.34
5	Employee Benefit	–	–	1.38	1.08	–	–	0.39	1.46
6	Depreciation and amortisation	0.05	0.01	89.97	88.60	–	–	–	–
7	Finance Cost	–	–	200.50	175.33	–	–	–	–
8	Other Expenses	1.85	0.98	3.02	3.39	0.20	0.22	1.25	1.61
	<b>Total Expenses</b>	<b>1.90</b>	<b>0.99</b>	<b>327.63</b>	<b>301.97</b>	<b>0.20</b>	<b>0.22</b>	<b>5.32</b>	<b>7.41</b>
9	<b>Share of Profit &amp; Loss of Joint Venture</b>	<b>–</b>	<b>–</b>	<b>–</b>	<b>–</b>	<b>–</b>	<b>–</b>	<b>–</b>	<b>1.84</b>
10	Income tax	1.38	0.40	56.70	155.88	–	–	2.88	2.48
11	<b>Profit for the year</b>	<b>(0.75)</b>	<b>1.14</b>	<b>(161.37)</b>	<b>(94.88)</b>	<b>(0.20)</b>	<b>(0.22)</b>	<b>5.63</b>	<b>6.56</b>
12	Other comprehensive income	–	–	–	–	–	–	–	–
13	<b>Total comprehensive income</b>	<b>(0.75)</b>	<b>1.14</b>	<b>(161.37)</b>	<b>(94.88)</b>	<b>(0.20)</b>	<b>(0.22)</b>	<b>5.63</b>	<b>6.56</b>

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

(₹ in crore)

S. No.	Particulars	Ircon – Soma Tollway Private Limited		Jharkhand Central Railway Limited		Mahanadi Coal Railway Limited	
		2024-25	2023-24	2024-25	2023-24	2024-25	2023-24
1	Revenue	346.75	309.63	–	–	24.16	20.93
2	Interest Income	18.74	13.18	6.96	3.76	3.01	1.10
3	Other Income	1.02	0.31	–	–	–	–
	<b>Total Income</b>	<b>366.51</b>	<b>323.12</b>	<b>6.96</b>	<b>3.76</b>	<b>27.17</b>	<b>22.03</b>
4	Expenses on Operations	111.20	53.09	–	–	0.11	0.18
5	Employee Benefit Expenses	0.80	0.60	–	–	1.13	1.46
6	Finance Cost	24.99	33.85	–	–	3.40	8.23
7	Depreciation and amortisation Expenses	86.74	58.41	0.03	0.03	10.15	12.00
8	Other Expenses	4.50	9.89	0.32	0.25	9.39	1.74
	<b>Total Expenses</b>	<b>228.22</b>	<b>155.84</b>	<b>0.35</b>	<b>0.28</b>	<b>24.17</b>	<b>23.61</b>
9	Income tax	49.12	31.18	1.84	0.96	0.26	–
	<b>Add:-Exceptional items</b>	<b>105.72</b>	<b>–</b>	<b>–</b>	<b>–</b>		
10	<b>Profit for the year</b>	<b>194.90</b>	<b>136.10</b>	<b>4.78</b>	<b>2.52</b>	<b>2.74</b>	<b>(1.58)</b>
11	Other comprehensive income	-0.01	-0.01	–	–	–	–
12	<b>Total comprehensive income</b>	<b>194.89</b>	<b>136.09</b>	<b>4.78</b>	<b>2.52</b>	<b>2.74</b>	<b>(1.58)</b>

### (g) Reconciliation of carrying amounts of Joint Venture Companies

(₹ in crore)

Particulars	Bastar Railways Private Limited		Chhattisgarh East Railway Limited		Chhattisgarh East West Railway Limited		Indian Railway Stations Development Corporation Ltd	
	As at 31-03-2025	As at 31-03-2024	As at 31-03-2025	As at 31-03-2024	As at 31-03-2025	As at 31-03-2024	As at 31-03-2025	As at 31-03-2024
Opening net assets	293.92	292.78	694.63	751.05	732.65	720.04	310.73	304.29
Profit for the year	(0.75)	1.14	(161.37)	(94.88)	(0.20)	(0.22)	5.63	6.56
Increase in paid up share capital	–	–	–	–	–	–	–	–
Other Comprehensive Income	–	–	–	–	–	–	–	–
Dividends paid	–	–	–	–	–	–	–	–
Equity component of other financial instruments	–	–	38.84	38.46	164.82	12.83	–	–
Other Adjustment (Application Money Pending Allotment)/	–	–	–	–	–	–	–	-0.12
Share issue Expenses	–	–	–	–	–	–	–	–
<b>Closing net assets</b>	<b>293.17</b>	<b>293.92</b>	<b>572.10</b>	<b>694.63</b>	<b>897.27</b>	<b>732.65</b>	<b>316.36</b>	<b>310.73</b>

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

Particulars	Bastar Railways Private Limited		Chhattisgarh East Railway Limited		Chhattisgarh East West Railway Limited		Indian Railway Stations Development Corporation Ltd	
	As at 31-03-2025	As at 31-03-2024	As at 31-03-2025	As at 31-03-2024	As at 31-03-2025	As at 31-03-2024	As at 31-03-2025	As at 31-03-2024
<b>Group's share in %</b>								
(i) In Paid up Share Capital and Profit	26.00%	26.00%	25.31%	25.31%	26.00%	26.00%	26.00%	26.00%
(ii) In Share Application Money Pending Allotment	-	-	-	-	-	-	-	-
Group's share					-	-	-	-
(i) In Paid up Share Capital and Profit	76.23	76.42	145.02	185.87	209.62	193.55	61.35	59.89
(ii) In Share Application Money Pending Allotment	-	-	-	-	-	-	-	-
Other Adjustments	-	-	15.60	-	48.36	16.12	-	-
<b>Carrying amount</b>	<b>76.23</b>	<b>76.42</b>	<b>160.62</b>	<b>185.87</b>	<b>257.98</b>	<b>209.67</b>	<b>61.35</b>	<b>59.89</b>

(₹ in crore)

Particulars	Ircon – Soma Tollway Private Limited		Jharkhand Central Railway Limited		Mahanadi Coal Railway Limited	
	As at 31-03-2025	As at 31-03-2024	As at 31-03-2025	As at 31-03-2024	As at 31-03-2025	As at 31-03-2024
Opening net assets	159.56	162.46	552.57	545.05	379.56	88.64
Profit for the year	194.90	136.10	4.78	2.52	2.74	(1.58)
Increase in paid up share capital	-	-	-	-	-	-
Other Comprehensive Income	-	-	-	-	-	-
Dividends paid	(205.00)	(139.00)	-	-	-	-
Equity component of other financial instruments	-	-	-	5.00	-	292.50
Other Adjustment (Application Money Pending Allotment)	-	-	-	-	-	-
<b>Closing net assets</b>	<b>149.46</b>	<b>159.56</b>	<b>557.35</b>	<b>552.57</b>	<b>382.30</b>	<b>379.56</b>
Group's share in %						
(i) In Paid up Share Capital and Profit	50.00%	50.00%	26.00%	26.00%	26.00%	26.00%
(ii) In Share Application Money Pending Allotment	-	-	-	-	-	-
Group's share						
(i) In Paid up Share Capital and Profit	177.22	149.28	144.38	143.14	110.44	77.24
Equity component of other financial instruments	-	-	-	-	-	32.50
Other Adjustments	(102.50)	(69.50)	-	-	-	-
<b>Carrying amount</b>	<b>74.72</b>	<b>79.78</b>	<b>144.38</b>	<b>143.14</b>	<b>110.44</b>	<b>109.74</b>

**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS****For The Year Ended 31<sup>st</sup> March 2025****43. Notes to Consolidated Financial Statements for the year ended March 31, 2025****A. Disaggregation of Revenue**

Set out below is the disaggregation of the Group's revenue from contracts with customers into operating segment and type of product or services:

(₹ in crore)

Type of Product or Services	For the year ended March 31, 2025						
	Revenue as per Ind AS 115			Method for measuring performance obligation		Other Revenue	Total as per Statement of Profit and Loss /Segment Reporting
	Dosmestic	Foreign	Total	Input Method	Output Method		
Railways	7,932.98	300.78	<b>8,233.76</b>	8,233.78	–	19.20	<b>8,252.96</b>
Highway	2,300.99	27.85	<b>2,328.84</b>	2,122.42	206.42	0.15	<b>2,328.99</b>
Electrical	–	–	–	–	–	–	–
Building	41.41	–	<b>41.41</b>	41.41	–	–	<b>41.41</b>
Others	65.64	6.51	<b>72.15</b>	72.15	–	64.07	<b>136.22</b>
<b>Total</b>	<b>10,341.02</b>	<b>335.14</b>	<b>10,676.16</b>	<b>10,469.76</b>	<b>206.42</b>	<b>83.42</b>	<b>10,759.58</b>

Out of the total revenue recognised under Ind AS 115 during the year, ₹10469.76 crore is recognised over a period of time and ₹206.42 crore recognised point in time.

(₹ in crore)

Type of Product or Services	For the year ended March 31, 2024						
	Revenue as per Ind AS 115			Method for measuring performance obligation		Other Revenue	Total as per Statement of Profit and Loss /Segment Reporting
	Dosmestic	Foreign	Total	Input Method	Output Method		
Railways	9,569.36	449.09	<b>10,018.45</b>	10,018.45	–	–	<b>10,018.45</b>
Highway	2,204.79	125.48	<b>2,330.27</b>	2,106.73	223.54	–	<b>2,330.27</b>
Electrical	–	–	–	–	–	–	–
Building	79.21	–	<b>79.21</b>	79.21	–	–	<b>79.21</b>
Others	38.72	–	<b>38.72</b>	38.72	–	47.00	<b>85.72</b>
<b>Total</b>	<b>11,892.08</b>	<b>574.57</b>	<b>12,466.65</b>	<b>12,243.11</b>	<b>223.54</b>	<b>47.00</b>	<b>12,513.65</b>

Out of the total revenue recognised under Ind AS 115 during the year, ₹12243.11 crore is recognised over a period of time and ₹223.54 crore recognised point in time.

The Group has applied modified retrospective approach for the application of Ind AS 115 "Revenue from contracts with customers" and the effect is Nil on retained earnings as at April 1, 2018.

**B. Contract balances**

(₹ in crore)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Trade Receivables (Note 14.2)	1,328.25	803.33
Contract Assets (Note 10.3 and 14.6)	5,175.80	3,906.97
Contract Liabilities (Note 22 and 24)	2,948.91	3,056.91



## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

- (i) Trade receivables are non-interest bearing and the customer profile include Ministry of Railways, Public Sector Enterprises, State Owned Companies in India and abroad. The Group's average project execution cycle is around 24 to 36 months. General payment terms include mobilisation advance, monthly progress payments with a credit period ranging from 45 to 60 days.
- (ii) Contract Assets are recognised over the period in which services are performed to represent the Group's right to consideration in exchange for goods or services transferred to the customer. It includes balances due from customers under construction contracts that arise when the Group receives payments from customers as per terms of the contracts however the revenue is recognised over the period under input method. Any amount previously recognised as a contract asset is reclassified to trade receivables on satisfaction of the condition attached i.e. future service which is necessary to achieve the billing milestone.

#### Movement in contract balances during the year

(₹ in crore)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Contract asset at the Beginning of the year	3,906.97	2,816.55
Contract asset at the end of the year	5,175.80	3,906.97
<b>Net increase/decrease</b>	<b>1,268.83</b>	<b>1,090.42</b>

For the year 2024-25 and 2023-24 – There has been a net increase of **₹1268.83 crore** and ₹1090.42 crore respectively as compared to previous year mainly due to recognition of Revenue based on input method whereas bills for work done are certified based on contract condition.

During the year ended March 31st, 2025, **₹777.61 crore** and March 31st 2024, ₹972.96 crore of contract assets as of April 1st, 2024 and April 1st 2023 respectively has been reclassified to trade receivables upon billing to customers on completion of milestones.

- (iii) Contract liabilities relating to construction contracts are balances due to customers, these arise when a particular milestone payment exceeds the revenue recognised to date under the input method and advance received in long term construction contracts. The amount of Advance received gets adjusted over the construction period as and when invoicing is made to the customer.

(₹ in crore)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Contract liabilities at the beginning of the year	3,056.91	3,574.49
Contract liabilities at the end of the year	2,948.91	3,056.91
<b>Net increase/decrease</b>	<b>(108.00)</b>	<b>(517.58)</b>

For the year 2024-25 and 2023-24 – There has been a net decrease of **₹108 crore** and ₹517.58 crore respectively as compared to previous year mainly due to advance received from the client.

#### C. Set out below is the amount of revenue recognised from:

(₹ in crore)

Particulars	As at 31st March, 2025	As at 31st March, 2024
Amount included in contract liabilities at the beginning of the year	2,527.10	3,020.60
Performance obligation satisfied in previous years	–	–

#### D. Cost to obtain the contract

Amount recognised as asset as at 31st March, 2025 is ₹Nil (As at 31st March, 2024: ₹Nil)

Amount of amortisation recognised in the tatement of profit and loss during the year is ₹Nil (FY 2023-24: ₹Nil)

#### E. Cost to fulfil the contract

Amount recognised as asset as at 31st March, 2025 is ₹87.53 crore (As at 31st March, 2024: ₹91.92 crore). Amount of amortisation recognised in the statement of profit and loss during the year is ₹2.04 crore (FY 2023-24: ₹9.92 crore)

#### F. Performance obligation

**Information about the Group's performance obligations are summarised below:**

The transaction price allocated to the remaining performance obligations (unsatisfied or partially unsatisfied) as at 31 March are, as follows:

**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS****For The Year Ended 31<sup>st</sup> March 2025**

(₹ in crore)

	As at 31st March, 2025	As at 31st March, 2024
Within one year	10,094.00	12,708.00
More than one year to 2 years	15,924.00	8,594.00
More than 2 years	3,460.00	7,536.00
<b>Total</b>	<b>29,478.00</b>	<b>28,838.00</b>

**Service Concession Arrangements**

Public to private service concession arrangements are recorded in accordance with Appendix "C"- Service Concession Arrangements (Ind AS-115). Appendix "C" is applicable if:

- The Grantor controls or regulates which services the operator should provide with the infrastructure, to whom it must provide them, and at what price; and
- The Grantor controls- through ownership, beneficial entitlement, or otherwise- any significant residual interest in the infrastructure at the end of the term of the arrangement.

If both of the above conditions are met simultaneously, a financial asset is recognized to the extent that the operator has an unconditional contractual right to receive cash or other financial asset from or at the discretion of the Grantor for the service.

These financial assets are initially recognized at cost, which is understood as the fair value of the service provided plus other direct costs directly attributable to the operation. They are then stated at amortized cost at the end of each financial year or

An intangible asset is recognized to the extent that the operator receives the right to charge users of the public service, provided that these charges are conditional on the degree to which the service is used.

These intangible assets are initially recognized at cost, which is understood as the fair value of the service provided plus other direct costs directly attributable to the operation. They are then amortized over the term of the concession.

Group has recognized financial asset of **₹3241.13 crore** (₹1437.64 crore) under service concession agreement upto the period ended 31st March 2025 after taking into account the receivables due from NHAI on completion of milestone as per terms of the contract. The Group has recognised revenue of **₹1860.44 crore** (₹1883.05 crore) & Profit of **₹91.78** (₹27.75) Crore for the period upto 31st March 2025 on construction of Road under SCA as per Ind AS – 115 related to "Revenue from Customers". The Group has recognized receivable under service concession arrangement and shown under Other Financial current Assets which it will receive as per terms of the contract based on the completion of milestone, as on 31st March 2025.

Group has recognized revenue of **₹Nil** (₹2.86 crore) on construction of intangible assets under service concession agreement. Group has recognised **₹Nil** (₹Nil) as profit on construction of intangible assets under service concession arrangement. The revenue recognised in relation to construction of intangible assets under service concession arrangements represents the fair value of services provided towards construction of intangible assets under service concession arrangement. The group has recognised revenue of **₹206.42 crore** (₹223.54 crore) from operation of toll roads.

**44. Leases****a) Group as a Lessee**

The Group as a lessee has entered into various lease contracts, which includes lease of land, office space, guest house and vehicles. Before the adoption of Ind AS 116, the Group classified each of its leases (as lessee) at the inception date as either a finance lease or an operating lease.

The Group also has certain leases of offices and guest house with lease terms of 12 months or less. The Group applies the 'short-term lease' recognition exemptions for these leases.

**Right of Use Assets**

The carrying amounts of right-of-use assets recognised and the movements during the year are disclosed in Note 8.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

#### Lease Liabilities

Set out below are the carrying amounts of lease liabilities recognised and the movements during the year:

(₹ in crore)

Particulars	As at 31st March, 2025	As at 31st March, 2024
<b>Balance at April 1, 2024</b>	<b>3.24</b>	<b>0.51</b>
Addition	31.66	3.32
Accreditation of interest	1.75	0.28
Payments	(1.83)	(0.87)
<b>Balance at March 31, 2025</b>	<b>34.82</b>	<b>3.24</b>
<b>Current</b>	<b>2.91</b>	<b>0.72</b>
<b>Non-current</b>	<b>31.92</b>	<b>2.52</b>

#### Amounts recognised in Statement of Profit and Loss

The maturity analysis of the lease liability is included in Note – 33 Financial risk management objectives and policies under maturities of financial liabilities.

(₹ in crore)

Particulars	For the year ended 31st March 2025	For the year ended 31st March 2024
Depreciation expense of right-of-use assets (Refer Note 31)	1.31	1.13
Interest expense on lease liabilities (Refer Note 30)	0.46	0.28
Expense relating to short-term leases (Refer Note 28 (iii))	9.17	7.03
	<b>10.94</b>	<b>8.44</b>

The Group has several lease contracts that include extension and termination options. These options are negotiated by management and align with the Group's business needs. Management exercises significant judgement in determining whether these extension and termination options are reasonably certain to be exercised.

Following are the undiscounted potential future rental payments relating to periods following the exercise date of extension and termination options that are not included in the lease term:

#### As at 31st March, 2025

(₹ in crore)

Particulars	Within five years	More than five years	Total
Extension options expected not to be exercised	–	–	–
Termination options expected to be exercised	–	–	–

#### b) Group as a Lessor

The Group has given building, Plant & Machinery and MFCs under operating lease which are cancellable by giving appropriate notices as per respective agreements.

- (i) Group has sub leased 23 MFCs to the various sub lessees out of which, sub- lease agreement of 10 MFC's namely Thiruvalla, Rajgir, Mysore, Kannur, Hyderabad, Bilaspur, Indore, Madurai & Jodhpur are terminated as on 31.03.2025. Out of these 10 terminated MFC,s, the leased assets of two MFC's namely Thiruvalla and Rajgir were returned back to RLDA in the year 2019–20.

An amount of **₹24.77 crores** (31.03.2024 ₹24.77crores) has been recognized as provision against the receivable from terminated MFC's as on 31.03.2025.

- (ii) The Group has given buildings under operating lease. Lease income (rental and service charges) aggregating **₹28.08 crore** (₹23.21 crore) has been recognized in the Statement of Profit and Loss as per lease arrangements.
- (iii) The Group has given Machinery under operating lease. Lease income aggregating **₹3.67 crore** (₹0.20 crore) has been recognized in the Statement of Profit and Loss as per lease arrangement.
- (iv) The Group has given a demarcated area adjacent to the Toll Road, within the terms of the Service Concession Arrangement with NHAI, on Lease for a Petrol Pump to be operated by Hindustan Petroleum Company Limited ( HPCL ) and Lease and operations of Rest Area to Synergy Engineers Group Private Limited. An amount of **₹0.20 crore** ( ₹0.19 crore) was received from HPCL and **₹0.24 crore** (₹0.22 crore) from Synergy as Lease payments.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

### For The Year Ended 31<sup>st</sup> March 2025

Future minimum rentals receivable under non-cancellable operating leases is as follows:

(₹ in crore)

	As at 31st March, 2025	As at 31st March, 2024
<b>Within one year</b>		
Demacrated Area	0.47	0.25
Multi Functional Complexes	17.06	16.89
Building	16.70	4.41
<b>After one year but not more than five years</b>		
Demacrated Area	1.90	0.90
Multi Functional Complexes	79.59	75.13
Building	45.90	28.37
<b>More than five years</b>		
Demacrated Area	1.67	1.92
Multi Functional Complexes	437.62	459.48
Building	26.89	34.50

#### 45. Other Regulatory Disclosure

- (a) The Group do not have any transactions with companies struck off in current year and previous year.
- (b) The Group do not have any charges or satisfaction which is yet to be registered with ROC beyond the statutory period in current year and previous year.
- (c) The Group have not traded or invested in crypto currency or virtual currency during the current year and previous year.
- (d) The Group have not advanced or loaned or invested funds to any other person(s) or entity(is), including foreign entities (Intermediaries) with the understanding that the Intermediary shall in current year and previous year.:
  - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the company (Ultimate Beneficiaries) or
  - (b) provide any guarantee, security or the like to or on behalf of the Ultimate Beneficiaries"
- (e) The Group have not received any fund from any person(s) or entity(is), including foreign entities (Funding Party) with the understanding (whether recorded in writing or otherwise) that the Group shall in current year and previous year.:
  - (a) directly or indirectly lend or invest in other persons or entities identified in any manner whatsoever by or on behalf of the Funding Party (Ultimate Beneficiaries) or
  - (b) provide any guarantee, security or the like on behalf of the Ultimate Beneficiaries"
- (f) The Group does not have any transaction which is not recorded in the books of accounts that has been subsequently surrendered or disclosed as income during the year as part of the on going tax assessments under the Income Tax Act, 1961 (such as, search or survey or any other relevant provisions of the Income Tax Act, 1961) in current year and previous year..
- (g) The Group do not have any Benami property, where any proceeding has been initiated or pending against the Group for holding any Benami property in current year and previous year.
- (h) The Group has not been declared as wilful defaulter by any bank or financial institution or government or any government authority n current year and previous year.
- (i) The Group has complied with the number of layers prescribed under the Companies Act, 2013 in current year and previous year.
- (j) The Group has not received any grants or donations during the fiscal years ending on March 31, 2025, and March 31, 2024, except for a grant of ₹112.35 Crore received from Ircon Renewable Power Limited during the previous year.

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

### 46. Recent pronouncement

- a) The Company has adopted certain new accounting standards and amendments effective from April 1, 2024. Ind AS 117, Insurance Contracts, which replaces Ind AS 104, provides comprehensive guidance on the recognition, measurement, presentation, and disclosure of insurance contracts. However, it has no impact on the Company's financial statements as the Company has not entered into any insurance contracts.
- b) Further, an amendment to Ind AS 116, Leases, relating to lease liabilities arising from sale and leaseback transactions, was also notified. Since the Company has not undertaken any such transaction, the amendment did not affect its financial statements.

### 47. Disclosure as required by Ind AS 8 "Accounting Policies, Changes in Accounting Estimates and Errors"

During the current year, the Company has revised its accounting policy regarding the classification and disclosure of contributions made to the Medical Trust Fund. The liability in respect of Post-Retirement Medical Benefits (PRMB) has been provided in line with DPE guidelines although actuarial valuation was also done earlier which is discontinued from FY 2024-25 onwards. Accordingly, the company has now reclassified the contribution to the medical trust as a Defined Contribution Plan whereas in the previous year, this was disclosed under Defined Benefit Plan. There is no change in the accounting treatment, recognition, or measurement of these contributions. The revision relates solely to the presentation and disclosure in the financial statements. Accordingly, this change has no impact on the previously reported figures in the Statement of Profit and Loss, Balance Sheet, or the Statement of Cash Flows.

### 48. Other disclosures

- a) (i) The Holding company has been claiming deduction under section 80 IA from AY 2000-01 to AY 2019-20. The deduction under section 80 IA has been allowed by Income Tax appellate Tribunal (ITAT). However, Income Tax Department has filled appeal before High Court against order of ITAT for the AY 2000-01. Further, upto AY 2019-20 company was offering global income for tax in India after excluding the income in accordance with DTAA agreements where income earned from foreign countries are excluded from global income offered for taxation. The Holding company was allowed exclusion method upto AY 2005-06, thereafter credit against taxes paid in foreign countries have been allowed from taxes computed on global income by department. After paying the due tax the issue has been contested by filing appeals. This issue has been allowed in favour of Ircon by ITAT. (ii) The provision for income tax w.r.t earlier years has been written back/income tax expenses has been reversed amounting to **₹24.32 Cr** (₹Nil) account of favourable orders received from Income tax authorities.
- b) There are certain other matters pending in litigations against the group before various courts and appellate authorities on account of claims by some contractors in cost plus projects. In such cases, the Group envisages reimbursement from the Clients in full as per the terms of contract and expects no economic outflow of resources. In this respect, a total claim of **₹1779.99 crore** (₹1702.41 crore) is under litigation, for which provision of **₹Nil** (₹Nil) has been made which has been reimbursed by the client. The Holding Company has also made counter claims on the contractors of **₹112.83 crore** (₹120.64 crore). Interest on claims is not considered, being unascertainable.
- c) Hon'ble High Court has permitted to release an arbitration award, amounting to **₹97.96 Crore** against NHAI for UP-05, Orai Highway Project against submission of bank guarantee of equivalent amount. The Group has provided liability of equivalent amount till final decision of the Court.
- d) The Group has a system of obtaining periodic confirmation of balances from banks and other parties. So far as trade/other payables and loans and advances are concerned, the balance confirmation letters were sent to the parties. Balances of some of the Trade Receivables, Other Assets, Trade and Other Payables are subject to confirmations/reconciliations and consequential adjustment, if any. Reconciliations are carried out on on-going basis. However, management does not expect to have any material financial impact of such pending confirmations / reconciliations.
- e) In the opinion of the management, the value of assets, other than property, plant and equipment and non-current investments, on realisation in the ordinary course of business, will not be less than the value at which these are stated in the Balance Sheet.



**NOTES TO CONSOLIDATED FINANCIAL STATEMENTS****For The Year Ended 31<sup>st</sup> March 2025**

- f) Certain reclassifications and recasting have been made to the comparative period's financial statements to enhance comparability with the current year's financial statements. These reclassifications have no effect on the reported results of operations.
- g) Previous year figures are shown under bracket ( ) to differentiate from current year figures.

**49. Additional information pursuant to Schedule III to the Companies Act, 2013 for the year ended 31st March, 2025.**

(₹ in crore)

Name of the entity	Net Assets, i.e., total assets minus total liabilities		Share in Profit or (Loss)		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	As % of Consolidated Net Assets	Amount (₹ Crore)	As % of Consolidated Profit or Loss	Amount (₹ Crore)	As % of Consolidated Other Comprehensive Income	Amount (₹ Crore)	As % of Consolidated Total Comprehensive Income	Amount (₹ Crore)
<b>Parent Company</b>								
Ircon International Limited	60.03%	3,819.19	83.10%	604.86	100.73%	5.53	83.24%	610.39
<b>Subsidiaries</b>								
Ircon Shivpuri Guna Tollway Limited	0.29%	18.40	-3.10%	(22.58)	0.00%	–	-3.08%	(22.58)
Ircon PB Tollway Limited	1.72%	109.68	-4.34%	(31.61)	0.00%	–	-4.31%	(31.61)
Ircon Davanagere Haveri Highway Limited	4.26%	270.94	3.26%	23.76	0.00%	–	3.24%	23.76
Ircon Infrastructure & Services Limited	2.91%	185.12	2.39%	17.37	-0.55%	(0.03)	2.36%	17.34
Ircon Vadodara Kim Express way Limited	6.02%	382.75	6.38%	46.43	0.00%	–	6.33%	46.43
Ircon Gurgaon Rewari Highway Limited	1.56%	99.52	0.45%	3.31	0.00%	–	0.45%	3.31
Ircon Renewable Power Limited	1.76%	112.16	0.11%	0.80	0.00%	–	0.11%	0.80
Ircon Akoli- Shirsad Expressway Limited	1.93%	122.60	0.84%	6.08	0.00%	–	0.83%	6.08
Ircon Ludhiana Rupnagar Highway Limited	1.87%	119.03	0.91%	6.59	0.00%	–	0.90%	6.59
Ircon Bhoj Morbe Expressway Limited	1.80%	114.20	1.58%	11.48	0.00%	–	1.57%	11.48
Ircon Haridwar Bypass Limited	1.37%	87.22	0.18%	1.32	0.00%	–	0.18%	1.32
<b>Total Subsidiaries</b>		<b>1,621.62</b>		<b>62.95</b>		<b>(0.03)</b>		<b>62.92</b>

## NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

For The Year Ended 31<sup>st</sup> March 2025

Name of the entity	Net Assets, i.e., total assets minus total liabilities		Share in Profit or (Loss)		Share in Other Comprehensive Income		Share in Total Comprehensive Income	
	As % of Consolidated Net Assets	Amount (₹ Crore)	As % of Consolidated Profit or Loss	Amount (₹ Crore)	As % of Consolidated Other Comprehensive Income	Amount (₹ Crore)	As % of Consolidated Total Comprehensive Income	Amount (₹ Crore)
Non- Controlling interest in Subsidiaries	0.56%	35.42	0.03%	0.25	0.00%	–	0.03%	0.25
<b>Net Amount of Subsidiaries</b>		<b>1,657.04</b>		<b>63.20</b>	<b>0.00%</b>	<b>(0.03)</b>		<b>63.17</b>
<b>Joint Ventures</b>								
Bastar Railways Private Limited	1.20%	76.23	-0.03%	(0.19)	0.00%	–	-0.03%	(0.19)
Chattisgarh East Railway Limited	2.52%	160.62	-5.61%	(40.84)	0.00%	–	-5.57%	(40.84)
Chattisgarh East West Railway Limited	4.06%	257.98	-0.01%	(0.06)	0.00%	–	-0.01%	(0.06)
Ircon – Soma Tollway Private Limited	1.17%	74.72	13.39%	97.44	-0.18%	(0.01)	13.29%	97.43
Jharkhand Central Rail Limited	2.27%	144.38	0.17%	1.24	0.00%	–	0.17%	1.24
Mahanadi Coal Railway Limited	1.74%	110.44	0.10%	0.71	0.00%	–	0.10%	0.71
Indian Railway Stations Development Corporation Limited	0.96%	61.35	0.20%	1.47	0.00%	–	0.20%	1.47
<b>Total Joint Ventures</b>		<b>885.72</b>		<b>59.77</b>		<b>(0.01)</b>		<b>59.76</b>
<b>Net Total</b>	<b>100%</b>	<b>6,361.95</b>	<b>100%</b>	<b>727.83</b>	<b>100%</b>	<b>5.49</b>	<b>100%</b>	<b>733.32</b>

As per our Report of even date attached

**For Ramesh C Agrawal and Company**

Chartered Accountants

FRN : 001770C

Sd/-

**Monika Agrawal**

Partner

M. No. 093769

Place : New Delhi

Date : 21st May, 2025

For and on behalf of Board of Directors

Sd/-

**Ragini Advani**

Director (Finance)

DIN-09575213

Sd/-

**Alin Roy Choudhury**

Chief Financial Officer

Sd/-

**Hari Mohan Gupta**

Chairman & Managing Director

and CEO

DIN-08453476

Sd/-

**Pratibha Aggarwal**

Company Secretary

FCS No. 8874

## COMMENTS OF THE COMPTROLLER AND AUDITOR GENERAL OF INDIA UNDER SECTION 143(6) (b) READ WITH SECTION 129 (4) OF THE COMPANIES ACT, 2013 ON THE CONSOLIDATED FINANCIAL STATEMENTS OF IRCON INTERNATIONAL LIMITED FOR THE YEAR ENDED 31 MARCH 2025

The preparation of consolidated financial statements of **Ircon International Limited** for the year ended 31 March 2025 in accordance with the financial reporting framework prescribed under the Companies Act, 2013 (Act) is the responsibility of the management of the company. The Statutory Auditors appointed by the Comptroller and Auditor General of India under Section 139 (5) read with Section 129 (4) of the Act is responsible for expressing opinion on the financial statements under Section 143 read with Section 129 (4) of the Act based on independent audit in accordance with the standards on auditing prescribed under Section 143(10) of the Act. This is stated to have been done by them vide their Audit Report dated 21 May 2025.

I, on behalf of the Comptroller and Auditor General of India, have conducted a supplementary audit of the consolidated financial statements of **Ircon International Limited** for the year ended 31 March 2025 under Section 143(6)(a) read with Section 129(4) of the Act. We conducted a supplementary audit of the financial statements of subsidiaries and Joint Ventures (as per Appendix – I), but did not conduct supplementary audit of the financial statements of subsidiaries, associate companies and jointly controlled entities (as per Appendix – II) for the year ended on that date. Further, Section 139(5) and 143 (6) (a) of the Act are not applicable to **IRCON-Soma Tollway Private Limited being private entity, for appointment of their Statutory Auditor and for conduct of supplementary audit. Accordingly, Comptroller and Auditor General of India has neither appointed the Statutory Auditors nor conducted the supplementary audit of this company.** This supplementary audit has been carried out independently without access to the working papers of the Statutory Auditors and is limited primarily to inquiries of the Statutory Auditors and company personnel and a selective examination of some of the accounting records.

On the basis of my supplementary audit nothing significant has come to my knowledge which would give rise to any comment upon or supplement to Statutory Auditors' report under Section 143(6) (b) of the Act.

For and on the behalf of the  
Comptroller & Auditor General of India

Sd/-

Teg Singh

Principal Director of Audit

Railway Commercial

Date: 21.08.2025

Place: New Delhi

## APPENDIX – I

List of subsidiaries, Associate company and Joint Ventures of IRCON International Limited, New Delhi for which supplementary audit was conducted under section 143 (6) (a) read with section 139 (4) of the Companies Act, 2013 for the year 2024-25.

### Subsidiaries

1. Ircon Renewable Power Limited
2. Ircon Davangere Haveri Highway Limited.
3. Ircon Haridwar Bypass Limited.
4. Ircon Bhoj Morbe Expressway Limited.

### Joint Ventures

1. Mahanadi Coal Railway Limited (MCRL).
2. Jharkhand Central Railway Limited (JCR).
3. Chhattisgarh East Railway Limited (CERL).
4. Chhattisgarh East-West Railway Limited (CEWRL).

Sd/-  
Sr. Audit Officer (AMG)  
(Railway Commercial)

## APPENDIX – II

List of subsidiaries, Associate company and Joint Ventures of IRCON International Limited, New Delhi for which supplementary audit was not conducted under section 143 (6) (a) read with section 129 (4) of the Companies Act, 2013 for the year 2024-25.

### Subsidiaries

1. Ircon Vadodra Kim Expressway Limited.
2. Ircon Akloli-Shirsad Expressway Limited
3. Ircon Ludhiana- Rupnagar Highway Limited
4. Ircon PB Tollway Limited.
5. Ircon Gurgaon Rewari Highway Limited
6. Ircon Shivpuri Guna Tollway Limited.
6. Ircon Infrastructure & Services Limited.

### Joint Ventures

1. Indian Railway Stations Development Corporation Limited (IRSDC)
2. Bastar Railway Private Limited (BRPL).

Sd/-  
Sr. Audit Officer (AMG)  
(Railway Commercial)

## This image shows a single sheet of white paper with horizontal ruling lines. The lines are evenly spaced and run across the width of the page. There are no margins, text, or other markings on the paper.





Drive to the future



**इरकॉन**

**इरकॉन इंटरनेशनल लिमिटेड**  
**IRCON INTERNATIONAL LIMITED**

(A Govt. of India Undertaking)

**Navratna Company**

**ircon**

Regd. Office: C-4, District Centre, Saket, New Delhi-110017

CIN : L45230DL1976GOI008171 Website: [www.ircon.org](http://www.ircon.org) Phone : +91-11-26530266, Fax: +91-11-26522000